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This brochure provides information about the qualifications and business practices of Van Eck Associates Corporation (the “Adviser” or “VanEck”). If you have any questions about the contents of this brochure, please contact us at (212) 293-2000 or info@vaneck.com. The information in this brochure has not been approved or verified by the U.S. Securities and Exchange Commission (“SEC”) or by any state securities authority.

VanEck is a registered investment adviser. Registration with the SEC does not imply a certain level of skill or training.

Additional information about VanEck also is available on the SEC’s website at www.adviserinfo.sec.gov.
**Item 2 Material Changes**

The Adviser’s most recent annual update to its brochure was made on March, 30, 2022.

Material changes to this brochure since the March 30, 2022 annual update include amendments to the following items:

**Item 4 — Advisory Business:** Added disclosure for the Adviser’s arrangements with asset management firms who provide the Adviser’s Model Portfolios to Program Sponsors for use by the Program Sponsor or a third party manager in managing the accounts of Program Participants.

**Item 7 – Types of Clients:** Added disclosure relating to the Adviser being a provider of advisory services under a Model Program or UMA Program.

**Item 8 — Methods of Analysis, Investment Strategies and Risk of Loss:** Disclosure revised for Model Portfolio Programs; added risk disclosure relating to investments in Depositary Receipts.

**Item 12 — Brokerage Practices:** Added disclosure relating to trading in accounts of participants in the Adviser’s Model Programs.

**Item 13 – Review of Accounts:** Added disclosure relating to the review of accounts of participants in the Adviser’s Model Programs.

**Item 17 – Voting Client Securities:** Added disclosure relating to the proxy voting of accounts held by participants in the Adviser’s Model Programs.
Important Note about this Brochure

This Brochure is not:

- an offer or agreement to provide advisory services to any person
- an offer to sell securities (or a solicitation of an offer to purchase securities)

As required by the Investment Advisers Act of 1940, as amended ("Advisers Act"), the Adviser provides this Brochure to current and prospective clients and in its discretion, provides this Brochure to current or prospective investors in a fund, together with other relevant fund documents, such as an offering or private placement memorandum, or, with respect to funds registered under the Investment Company Act of 1940, as amended (the "1940 Act"), a prospectus or registration statement, prior to, or in connection with, such persons’ investment in the fund. Additionally, this Brochure is available through the SEC’s Investment Adviser Public Disclosure website.

Although this publicly available Brochure describes investment advisory services and products of the Adviser, persons who receive this Brochure (whether or not from the Adviser) should be aware that it is designed solely to provide information about the Adviser as necessary to respond to certain disclosure obligations under the Advisers Act. As such, the information in this Brochure may differ from information provided in relevant fund documents. More complete information about each fund is included in relevant fund documents. To the extent that there is any conflict between discussions herein and similar or related discussions in any fund documents, the fund documents shall govern and control.
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**Item 4 Advisory Business**

VanEck is an investment adviser registered with the SEC and has been an investment adviser since 1955. VanEck provides investment advisory services to registered investment companies, private funds, other pooled investment vehicles and other investment accounts. VanEck was founded in 1955 by John van Eck to manage an international equity fund. In 1968, VanEck began offering investments in gold shares and subsequently, provided investor access to areas of the market, including emerging markets and global resources among others.

VanEck provides investment advisory services to registered investment companies and other pooled investment vehicles based on the investment objectives and restrictions as set forth in each prospectus or each pooled investment vehicle’s offering document. In addition, the Adviser provides investment advisory services to institutional investors through investment accounts based on the individual investment objectives, client restrictions and guidelines of each client, as outlined by the client, and other factors deemed relevant by the client and disclosed to the Adviser. In some instances, clients have similar investment objectives but are charged different fees. The variation in fee structure charged to clients is generally reflective of the differing levels of services required to be provided to that client and the complexity of managing the client’s account. The Adviser will be paid a fee at a certain annual rate of assets under management within the ranges described below under “Fees and Compensation,” and may also charge a performance-based fee.

The Adviser has entered into arrangements with asset management firms or other firms (collectively, “Model Program Sponsors”) where the Adviser provides a model securities portfolio (each a “Model Portfolio”) to the Model Program Sponsors (the “Model Programs”) for use by the Model Program Sponsor or a third party manager in managing the accounts of participants in the Model Program. In addition, the Adviser provides investment advice to certain asset management or other firms’ unified account programs (“UMA Program Sponsors” and together with the Model Program Sponsors, the “Program Sponsors” and participants in such Programs, “Program Participants”). In a Model Program, the Adviser generally is responsible only for providing an updated Model Portfolio to Program Sponsors on a periodic basis. The Model Program Sponsors or third party managers (and not the Adviser) are responsible for directing that securities transactions will be executed on behalf of the model participant and for effecting trades based on the Model Portfolio as they deem appropriate for each Model Portfolio Program Participant. The Adviser does not control and is not aware of, any restrictions permitted or implemented by Program Sponsors or third party managers. The Adviser is typically paid a fee based on the amount of assets of the Program Participants’ accounts that are managed pursuant to the Adviser’s Model Portfolio(s).

Model Portfolios can reflect the same or similar strategies used by the Adviser in managing other advisory accounts or funds. Such a Model Portfolio could include the same or similar holdings as an advisory account or fund managed in the same strategy; however, the manner in which the Adviser executes a strategy through these programs could differ from how that same or a similar strategy is executed for a fund or an advisory client (e.g., by investing in ADRs rather than directly in the securities of an issuer) and Model Portfolios in the same or similar strategy.
provided to different Model Program Sponsors could differ based on the circumstances of each Model Program.

The services to be performed by the Program Sponsor, the Adviser and others in these programs, and related fees and expenses charged to Program Participants, are generally detailed in the relevant agreements between or among the participants, the Model Program Sponsor or UMA Program Sponsor, as applicable, the Adviser, and/or any other parties and, where relevant the Program Sponsor’s Form ADV, Part 2A, Appendix 1 or other Program brochure for Program Sponsors that are registered as investment advisers (collectively, the “Program Documents”). The Adviser is generally not required (and generally will not) make any recommendation or determination as to the suitability of a Program for any current or prospective Program Participant. Such persons should carefully review the terms of the Program Documents with the Program Sponsor to understand the terms, services, minimum account size and any additional fees or expenses that are associated with their participation in a Program prior to making an investment decision.

As of December 31, 2021, VanEck managed approximately $68.349 billion of client assets on a discretionary basis and no assets on a non-discretionary basis.
Item 5 Fees and Compensation

The Adviser generally charges asset-based fees (which may be on a sliding scale with breakpoints dependent upon the value of assets under management) which generally may range from 0.08% to 2.50% of assets under management for accounts managed on a discretionary basis, and may charge a performance-based fee which generally may range from 10% to 40% annually of the increase in value of the account in excess of a benchmark return. The Adviser may choose to waive all or a portion of its fees in its sole discretion.

The Adviser will negotiate fees within these limits or may negotiate higher or lower fees, depending on various factors including, the nature of the advisory services or its overall relationship with a client. It is not anticipated that fees will exceed industry norms, but will be designed to provide reasonable compensation to the Adviser for its services. Certain related persons of the Adviser may also charge performance-based fees.

The Adviser’s advisory fees for its clients are determined prior to commencement of services and depending on the client, are generally billed and paid in arrears or in advance.

The fees that the Adviser is entitled to receive for the investment advisory services provided to registered investment companies, private funds, and other pooled investment vehicles are generally disclosed in each company’s or fund’s prospectus or offering documents, as applicable. Registered investment company fees are accrued daily and are paid monthly or quarterly. It is not anticipated that the Adviser will require the payment of fees six months or more in advance. A client contract may be terminated at any time in accordance with the termination provision in the contract.

Investors in registered investment companies, private funds, and other pooled investment vehicles managed by the Adviser will generally bear the expenses associated with the operation of such companies and funds, which may include, but are not limited to, advisory, trading, transfer agency, custodial, distribution, administrative, accounting and/or auditing, legal and offering fees or expenses and certain other expenses pursuant to agreements with their service providers and as disclosed in their offering materials.

The investment accounts managed by the Adviser will bear custodial and administrative expenses and other expenses pursuant to agreements with service providers and according to requirements set out in the investment advisory agreements between each client and the Adviser.

The registered investment companies, private funds and other pooled investment vehicles advised by the Adviser will incur brokerage and other transaction costs, as discussed more fully under “Brokerage Practices” below.

At the time of termination of an investment advisory contract for a client who pays fees in advance, the client would be paid a pro rata refund for the portion of the quarter (or other period) for which fees were paid but for which services were not rendered.
The Adviser’s compensation pursuant to model portfolio arrangements may be lower than the Adviser’s standard fee schedule for client accounts that employ similar investment strategies. The Adviser may be paid a fee at a certain rate of the assets of the Program Sponsor’s accounts managed pursuant to the Adviser’s model securities portfolio. Such model securities portfolio may include pooled investment vehicles advised and/or sponsored by the Adviser or its affiliates.
Item 6  Performance-Based Fees and Side-By-Side Management

The Adviser may receive performance-based fees from certain client accounts (“Accounts”) it manages. These performance-based fees, as noted above in “Fees and Compensation,” generally may range from 10% to 40% annually of the increase in value of the Account in excess of a benchmark return. With respect to any performance-based fees, the Adviser will be in compliance with Rule 205-3 under the Advisers Act and with applicable no-action positions taken by the SEC. Certain related persons of the Adviser may also charge performance-based fees.

The Adviser faces a conflict of interest to the extent that it manages an Account for which it receives a performance-based fee at the same time as it manages one or more Accounts for which it does not receive a performance-based fee or receives a different level of performance-based fee. A performance-based fee arrangement generally entitles an investment adviser to additional compensation if the performance of an Account bearing the performance-based fee exceeds an established benchmark. The Adviser has the potential to receive higher compensation from an Account for which it is paid a performance-based fee than for an Account that is not charged a performance-based fee or is charged a lower performance-based fee. The Adviser may have an incentive to favor Accounts or take increased investment risk on behalf of Accounts for which it receives a performance-based fee or a larger performance-based fee because it could receive greater compensation from such Accounts. For example, the Adviser may have an incentive to trade in non-performance-fee-based Accounts to benefit performance-fee-based Accounts. The Adviser has put into place policies and procedures to address these conflicts of interest. These policies and procedures are described in more detail below under “Brokerage Practices.”
Item 7  Types of Clients

Our types of Accounts typically include mutual funds, exchange-traded funds ("ETFs"), other pooled investment vehicles, and institutional investors, including pension plans, advised through investment accounts. These clients may also include Program Sponsors. As a provider of advisory services under a Model or UMA Program, the Adviser is not responsible for determining whether a particular program, investment style or a strategy is suitable or advisable for any particular participant. Such determinations are generally the responsibility of the Program Sponsor.

The Adviser shall determine from time to time the minimum dollar value of Accounts that shall be accepted for management, since below a certain dollar value the Adviser may be unable to make appropriate investments based on a client’s investment needs. Also, Accounts below a certain asset value may not be economical for the Adviser or the client.

Currently, the Adviser imposes a $50,000,000 minimum asset criteria for managing certain Accounts which employ an active and/or passive approach primarily through the use of, but not limited to, equity and fixed income instruments. The Adviser evaluates the viability of each Account on an individual basis and may therefore increase or decrease the minimum without notice.
VanEck provides investment advisory services generally following one of several broad investment strategies. Certain Accounts seek capital appreciation over the long term by investing in securities in a particular market sector (the “Managed Accounts”). Each Managed Account generally focuses on a particular market sector according to its investment objective. The Adviser advises Managed Accounts that invest primarily in the global resources sector, emerging markets sector, global bond and global equity sectors, and the gold sector. In advising these Managed Accounts, the Adviser typically utilizes qualitative and quantitative methods of analysis including fundamental analysis and various types of technical analysis such as charting and cyclical analysis. Potential investments for each Managed Account’s portfolio are evaluated based on their absolute and relative desirability using a wide range of criteria and are regularly reviewed to ensure that they continue to offer absolute and relative desirability.

Certain other Managed Accounts use a tactical allocation strategy under which the Adviser adjusts a portfolio’s asset allocation to seek to improve returns and reduce risk. Such Managed Accounts may use a proprietary, rules-based asset allocation model that may consider various inputs to guide asset allocation decisions or an allocation model developed by a third party. The models may use various indicators, such as technical, macroeconomic and sentiment indicators to generate allocation signals.

Certain Managed Accounts advised and/or sponsored by the Adviser may seek total return through direct or indirect exposure to a singular digital asset or baskets of digital assets. The strategy for managing such Managed Accounts is typically long-term buy-and-hold of digital assets, with portfolio weightings primarily determined by market value in order to achieve diversification, or investing in exchange-traded digital asset-linked derivative instruments and pooled investment vehicles and exchange-traded products that provide exposure to one or more digital assets.

Specific investments may be made based on the Adviser’s analysis of factors such as price, volume, supply (outstanding, circulating and maximum), platform type, organizational structure, business plan, code source, support community and other traditional and/or digital asset oriented investment valuation metrics.

Other Accounts managed by the Adviser seek to replicate the price and yield performance of a particular index (the “Indexed Accounts”). The Indexed Accounts are managed not according to traditional methods of “active” investment management but rather through a “passive” indexing investment approach. Essentially, the indexing investment approach attempts to approximate the investment performance of an Indexed Account’s underlying index by investing in a portfolio of financial instruments or securities that the Adviser believes will track the performance of the underlying index. The indexing investment approach may involve either replication or representative sampling (when replication is impossible or impracticable) of the underlying index. The Adviser manages Indexed Accounts that seek to track underlying indices in areas including, for example, global resources sector, commodity markets, certain emerging or other international markets, international bond markets, certain municipal bond markets and environmental and gaming industries.
For the Adviser’s management of certain Managed Accounts, the analysis of financially material risks and opportunities related to ESG (i.e. Environmental, Social and Governance) factors is a component of the overall investment process. ESG considerations can affect the Adviser’s fundamental assessment of a company or country. Other Managed Accounts advised by the Adviser seek to invest in municipal debt securities that fund issuers with operations or projects helping to promote progress towards sustainable development.

Depending on the particular investment objective, investment strategies, contractual and other restrictions applicable to an Account, the Adviser may employ leverage, short sales, margin transactions, securities lending, and options writing in seeking to achieve the Account’s investment objective.

The Adviser may in the future manage Accounts that follow different strategies or track different market sector indices than those described above.

The investment strategies and methodologies employed by the Adviser subject an Account to various risks. An investment in an Account managed by the Adviser involves the risk that the Account may not achieve its investment objective. An Account’s value may vary based on market fluctuations caused by such factors as economic and political developments, changes in interest rates, and perceived trends in security prices. The investment performance of an Account utilizing the particular methods of analysis employed by the Adviser, including various methods of technical or fundamental analysis, may result in an Account performing less well than an Account managed by utilizing other methods of analysis or in the Account not meeting its investment objective. Investment in an Account managed by the Adviser involves the risk of losing money. Investing in securities involves the risk of loss that the clients should be prepared to bear.

The investment performance of certain of the Accounts may depend upon the ability of the personnel of the Adviser to develop and implement investment strategies that achieve the Account’s investment objective. If the Adviser were to lose the services of certain key personnel, the consequences to the Account could be material.

An Indexed Account’s returns may not match the return of its underlying index for a number of reasons. Among other reasons, the Indexed Account may be subject to certain expenses, including operating expenses and the costs associated with buying and selling securities to reflect changes in the composition of the index or with respect to Indexed Accounts that are funds, when raising cash to meet redemptions or deploying cash in connection with newly issued shares, to which the Indexed Account’s underlying index will not be subject. In addition, an Indexed Account may not be able to invest in certain securities included in its underlying index due to legal or liquidity restrictions imposed by the governments or by exchanges on which the securities are listed, potential adverse tax consequences or other regulatory reasons. Index tracking risk may be heightened during times of increased market volatility or other unusual market conditions. Changes to the composition of an Indexed Account’s underlying index in connection with a rebalancing or reconstitution of the index may cause the Indexed Account to experience increased volatility, during which time the Indexed Account’s tracking risk may be
heightened.

There may be limitations or delays in the convertibility or repatriation of a currency which would adversely affect the U.S. dollar value and/or liquidity of an Account’s investments denominated in that currency, which may impair the Account’s ability to achieve its investment objective and/or may impede the Account’s ability to satisfy redemption requests in a timely manner.

The Adviser does not “actively” manage the Indexed Accounts; therefore unless a specific security is removed from an Indexed Account’s underlying index, the Adviser would generally not sell a security because the security’s issuer was in financial trouble or the security was, or was expected to, underperform. Therefore, an Indexed Account’s performance could be lower than an actively managed account that may actively shift their portfolio assets to take advantage of market opportunities or to lessen the impact of a market decline or a decline in the value of one or more issues.

Certain of the Indexed Accounts managed by the Adviser use a representative sampling approach. An Indexed Account’s use of a representative sampling approach may result in its holding a smaller number of securities than are in the Indexed Account’s underlying index. As a result, an adverse development respecting an issuer of securities held by such Indexed Account could result in a greater decline in net asset value than would be the case if the Indexed Account held all of the securities in its underlying index. Conversely, a positive development relating to an issuer of securities in an Indexed Account’s underlying index that is not held by the Indexed Account could cause such Indexed Account to underperform its underlying index. To the extent the assets in such Indexed Account are smaller, these risks may be greater.

Certain Accounts managed by the Adviser may employ leverage in their investment programs. Such leverage may be achieved by purchasing securities on margin, borrowing funds from brokers, banks and other lenders and using options, futures, forward contracts, swaps, and other derivative instruments. The use of margin and short-term borrowings creates additional risks. If the value of an Account’s securities falls below the margin level required by a prime broker, additional margin deposits would be required. If the Account was unable to satisfy any margin call by a prime broker, such prime broker could liquidate the Account’s position in some or all of the securities that are in that Account with the prime broker and possibly cause the Account to incur significant losses. The failure to satisfy a margin call, or the occurrence of other material defaults under margin or other financing agreements, could trigger cross-defaults under the Account’s agreements with other brokers, lenders, clearing firms or other counterparties, multiplying the adverse impact to the Account. In addition, because the use of leverage will allow an Account to control positions worth significantly more than its investment in such positions, the amount that an Account may lose in the event of adverse price movements will be high in relation to the amount of its investment. In the event of a sudden decrease in the value of an Account’s assets, the Account might not be able to liquidate assets quickly enough to satisfy its margin requirements. In that event, the Account may become subject to claims of financial intermediaries that extended “margin” loans. Such claims could exceed the value of the assets of the Account, resulting in forced liquidations of positions at disadvantageous prices.
Certain Accounts managed by the Adviser, in particular Accounts that are registered investment companies, may lend their portfolio securities as permitted under the 1940 Act and the particular Account’s investment objectives, investment strategies, and investment restrictions. This may include an Account’s participation in securities lending programs managed by broker-dealers or other institutions. Securities lending allows an Account to retain ownership of the securities loaned and, at the same time, earn additional income. The borrowings must be collateralized in full with cash, U.S. government securities, or high-quality letters of credit. An Account could experience delays and costs in recovering the securities loaned or in gaining access to the securities lending collateral. If an Account is not able to recover the securities loaned, an Account may sell the collateral and purchase a replacement investment in the market. The value of the collateral could decrease below the value of the replacement investment by the time the replacement investment is purchased. Cash received as collateral and that is invested on behalf of an Account is subject to market appreciation and depreciation, which would be borne by the Account.

Certain Accounts managed by the Adviser may take temporary defensive positions in anticipation of, or in an attempt to respond to, adverse market, and economic, political or other conditions. Such a position could have the effect of reducing any benefit an Account may receive from a market increase.

While certain Accounts may generate income that is exempt from federal or state taxes, there is no guarantee that an Account’s income will be subject to a favorable U.S. federal or state income taxes. Federal or state changes in income or alternative minimum tax rates or in the tax treatment of a security may result in the security being less attractive as an investment and cause it to lose value. Changes in the laws of and government regulation by the United States or other jurisdictions could adversely affect an Account’s operations or investments and impair the ability of an Account to achieve its investment objective.

Investment strategies, methodologies and objectives associated with the Accounts that are registered investment companies are discussed in detail in the publicly available offering materials of each such Account. Investment strategies, methodologies and objectives associated with the Accounts that are private funds are discussed in detail in the offering document or operating agreement of each such Account.

The Adviser does not recommend any particular type of security to its Accounts; rather the Adviser recommends securities and other instruments to its Accounts based on the investment objectives and strategies of each Account. All investments in securities and other instruments involve risk, including the risk that the investment will lose value or will perform less well than expected. Each of the Accounts managed by the Adviser is subject to risk associated with the investment strategy and methods of analysis of the Account. Risks associated with the Accounts that are registered investment companies are discussed in detail in the publicly available offering materials of each such Account. Risks associated with the Accounts that are private funds are discussed in detail in the offering document or operating agreement of each such Account.

In certain circumstances where, on behalf of its clients, the Adviser invests in securities issued
by companies that operate in certain regulated industries or in certain emerging or international markets, or are subject to corporate or regulatory ownership restrictions, there may be limits on the aggregate amount invested by the Adviser that may not be exceeded without the grant of a license or other regulatory or corporate consent. As a result, the Adviser, on behalf of its clients, may limit purchases, sell existing investments, or otherwise restrict or limit the exercise of rights (including voting rights) when the Adviser, in its sole discretion, deems it appropriate in light of potential regulatory or other restrictions on ownership or other consequences resulting from reaching investment thresholds. Similar limitations may apply to derivative instruments or other assets or instruments, including futures, options or swaps.

In those circumstances where ownership thresholds or limitations must be observed, the Adviser seeks to equitably allocate limited investment opportunities among its clients, taking into consideration a security’s benchmark weight and investment strategy. When ownership in certain securities nears an applicable threshold, the Adviser may limit purchases in such securities. If holdings of an issuer exceed an applicable threshold and the Adviser is unable to obtain relief to enable the continued holding of such investments, it may be necessary to sell down these positions to meet the applicable limitations, possibly during deteriorating market conditions. For additional information regarding the Adviser’s allocation policy, please refer to Item 12 of this brochure.

In addition to the foregoing, other ownership thresholds may trigger or require reporting, applications, licenses or other special obligations to governmental and regulatory authorities, and such reports, applications or licenses may entail the disclosure of the identity of the client of an Account or the Adviser’s intended strategy with respect to such securities, instruments or assets. Where applicable, the Adviser may elect to forego or limit certain investments or opportunities rather than incur the costs of an application, registration or license.

**Model Portfolio Programs:** The Adviser provides investment advice to Model Program Sponsor where the Adviser provides one or more Model Portfolios. The recommendations made through a Model Portfolios could reflect recommendations being made by the Adviser contemporaneously to, or investment advisory decisions made contemporaneously for, discretionary clients of the Adviser whose accounts employ a similar style or strategy. As such, it is possible that, depending on the particular circumstances surrounding an order, the Adviser’s discretionary clients will receive prices that are more favorable than those received by Program Participants, or vice versa. Additionally, because the Program Sponsor or a third-party manager is responsible for implementing the Model Portfolio for Program Participants, the Adviser is generally not in a position to influence the amounts of any holdings or the timing of trades for any particular participant, except insofar as the Adviser might update the Model Portfolio. As a result, Program Participants are subject to risk associated with decisions made by the Program Sponsor or third party manager with respect to implementation of the Model Portfolio.

The primary types of securities and other instruments the Adviser may recommend to its clients, in each case depending on the investment objectives, investment strategies, and restrictions of a particular Account, are set out below with a description of the primary risks of investments in those types of securities or instruments.
Index Tracking Risk. An Account’s return may not match the return of the Index for a number of reasons. For example, the Account incurs a number of operating expenses, including taxes, not applicable to the Index and incurs costs associated with buying and selling securities, especially when rebalancing the Account’s securities holdings to reflect changes in the composition of the Index, which are not factored into the return of the Index. Transaction costs, including brokerage costs, will decrease the Account’s net asset value (“NAV”) to the extent not offset by the transaction fee payable by an Authorized Participant (“AP”). Market disruptions and regulatory restrictions could have an adverse effect on the Account’s ability to adjust its exposure to the required levels in order to track the Index. Errors in the Index data, the Index computations and/or the construction of the Index in accordance with its methodology may occur from time to time and may not be identified and corrected by the Index provider for a period of time or at all, which may have an adverse impact on the Account. Clients should understand that any gains from the Index provider’s errors will be kept by the Account and any losses or costs resulting from the Index provider's errors will be borne by the Account. When the Account’s Index is rebalanced and the Account in turn rebalances its portfolio to attempt to increase the correlation between the Account’s portfolio and its Index, any transaction costs and market exposure arising from such portfolio rebalancing may be borne directly by the Account. Apart from scheduled rebalances, the Index provider or its agents may carry out additional ad hoc rebalances to the Account’s Index. Therefore, errors and additional ad hoc rebalances carried out by the Index provider or its agents to the Account’s Index may increase the costs to and the tracking error risk of the Account. In addition, the Account may not be able to invest in certain securities included in the Index, or invest in them in the exact proportions in which they are represented in the Index. The Account’s performance may also deviate from the return of the Index due to legal restrictions or limitations, certain listing standards of the Account’s listing exchange (the “Exchange”), a lack of liquidity in markets in which such securities trade, potential adverse tax consequences or other regulatory reasons (such as diversification requirements). The Account may value certain of its investments, underlying currencies and/or other assets based on fair value prices. To the extent the Account calculates its NAV based on fair value prices and the value of the Index is based on securities’ closing prices (i.e., the value of the Index is not based on fair value prices), the Account’s ability to track the Index may be adversely affected. When markets are volatile, the ability to sell securities at fair value prices may be adversely impacted and may result in additional trading costs and/or increase the index tracking risk. For tax efficiency purposes, the Account may sell certain securities, and such sale may cause the Account to realize a loss and deviate from the performance of the Index. In light of the factors discussed above, the Account’s return may deviate significantly from the return of the Index. Changes to the composition of the Index in connection with a rebalancing or reconstitution of the Index may cause the Account to experience increased volatility, during which time the Account’s index tracking risk may be heightened.

Derivatives: In managing certain of the Accounts, the Adviser may use derivatives. The types of derivatives used by the Adviser may include, among others, futures contracts, swaps, options and repurchase agreements. Futures contracts include security and interest-rate futures, stock and bond index futures contracts and foreign currency or digital asset(s) futures contracts. Swaps are two-party contracts to exchange assets or cash flows in the future according to a prearranged formula. They may be settled by an exchange of assets by the parties or by the payment of one
Derivatives present risks different from, and possibly greater than, the risks associated with investing directly in traditional securities. The use of derivatives can lead to losses because of adverse movements in the price or value of the underlying security, asset, index, or reference rate, which may be magnified by certain features of the derivatives. Derivative strategies often involve leverage, which may exaggerate a loss, potentially causing a fund to lose more money than it would have lost had it invested in the underlying security. The values of derivatives may move in unexpected ways, especially in unusual market conditions, and may result in increased volatility, among other consequences. An Account bears the risk of loss of the amount expected to be received under a derivative contract in the event of the default or bankruptcy of the Account’s counterparty. The use of derivatives may also increase the amount of taxes payable by a person or entity that uses them. Derivatives positions may be difficult to terminate or sell. A liquid secondary market may not always exist for derivative positions at times when an Account might wish to terminate or sell such positions. Over-the-counter instruments (investments not traded on an exchange) may be illiquid, and transactions in derivatives traded in the over-the-counter market are subject to the risk that the other party will not meet its obligations. The use of derivatives also involves the risk of mispricing or improper valuation and that changes in the value of the derivative may not correlate perfectly with the underlying security, asset, index or reference rate.

Global Resources: Global resource investments include securities or other instruments of companies that are directly or indirectly engaged in the exploration, development, production, servicing, or distribution of one or more of the following: (i) gas, petroleum, petrochemicals, other hydrocarbons or alternative energies such as solar, wind, biofuels and others; (ii) ferrous and non-ferrous metals; (iii) precious metals; (iv) forest products; and (v) other basic and agricultural commodities. Investments in the global resource sector may involve hard asset commodities, which include traded products (such as futures, swaps, options and other financial instruments related to the industries and investments described above) and commodities in the above areas.

The production and marketing of global resources may be affected by actions and changes in governments. In addition, global resources and global resource investments are cyclical in nature. During periods of economic or financial instability, global resource investments may be subject to broad price fluctuations, reflecting volatility of energy and basic materials prices and possible instability of supply of various global resources. In addition, global resource companies may be subject to the risks generally associated with extraction of natural resources, such as the risks of mining and oil drilling, the risk that the resources are not found in quantities that make their commercial exploitation feasible, and the risks of the hazards associated with natural resources, including but not limited to fire, drought, and increased regulatory and environmental costs. Global resource securities may also experience greater price fluctuations than the relevant global resource securities. In periods of rising global resource prices, such securities may rise at a faster rate; conversely, in time of falling global resource prices, such securities may suffer a greater price decline.
Energy Securities: Energy assets and energy-related securities and instruments may be cyclical in nature. During periods of economic or financial instability, energy-related securities and instruments may be subject to broad price fluctuations, reflecting volatility of energy and basic materials prices and possible instability of supply of various energy commodities. Energy-related securities and instruments may also experience greater price fluctuations than the relevant underlying commodity. In periods of rising energy asset prices, such securities may rise at a faster rate, and conversely, in time of falling energy asset prices, such securities may suffer a greater price decline.

Equity Securities: Certain Accounts invest in equity and equity derivative securities. The value of these securities generally will vary with the performance of the issuer and movements in the equity markets. As a result, the Account may suffer losses if it invests in equity securities of issuers whose performance diverges from the Adviser’s expectations or if equity markets generally move in a single direction and the Account has not hedged against such a general move.

Foreign Securities: The Adviser may invest in foreign securities, including emerging market securities, on behalf of certain Accounts. Foreign investments may be subject to greater risks than U.S. domestic investments. These additional risks may include exchange rate fluctuations and exchange controls; less publicly available information; more volatile or less liquid securities markets; and the possibility of arbitrary action by foreign governments, including the takeover of property without adequate compensation or imposition of prohibitive taxation; or political, economic or social instability. Foreign companies also may be subject to significantly higher levels of taxation than U.S. companies, including potentially confiscatory levels of taxation, thereby reducing the earnings potential of such foreign companies. Some of the risks of investing in foreign securities may be reduced by investing indirectly in foreign securities through American Depositary Receipts (ADRs), European Depositary Receipts (EDRs), Global Depositary Receipts (GDRs), American Depositary Shares (ADSs), Global Depositary Shares (GDSs), and other securities which are traded on larger, recognized exchanges and in stronger, more recognized currencies.

Risk of Investing in Depositary Receipts. An Account may invest in depositary receipts which involve similar risks to those associated with investments in foreign securities. Depositary receipts are receipts listed on U.S. or foreign exchanges issued by banks or trust companies that entitle the holder to all dividends and capital gains that are paid out on the underlying foreign shares. Investments in depositary receipts may be less liquid than the underlying shares in their primary trading market and, if not included in the Index an Account tracks, may negatively affect the Account’s ability to replicate the performance of the Index. The issuers of depositary receipts may discontinue issuing new depositary receipts and withdraw existing depositary receipts at any time, which may result in costs and delays in the distribution of the underlying assets to the Account and may negatively impact the Account’s performance and, as applicable, the Account’s ability to replicate/track the performance of its Index.

Emerging Markets Securities: Emerging markets securities typically present even greater exposure to the risks described under “Foreign Securities” and may be particularly sensitive to certain economic changes. Emerging markets securities are exposed to a number of risks that
may make these investments volatile in price or difficult to trade. Emerging markets are more likely than developed markets to experience problems with the clearing and settling of trades, as well as the holding of securities by local banks, agents and depositories. Political risks may include unstable governments, nationalization, restrictions on foreign ownership, laws that prevent investors from getting their money out of a country and legal systems that do not protect property rights as well as the laws of the United States. Market risks may include economies that concentrate in only a few industries, securities issued that are held by only a few investors, limited trading capacity in local exchanges and the possibility that markets or issues may be manipulated by foreign nationals who have inside information.

**Foreign Currency Risk.** Because the assets of certain Accounts may be invested in securities denominated in foreign currencies, the income received by such Accounts from these investments will generally be in foreign currencies. Such Accounts’ exposure to foreign currencies and changes in the value of foreign currencies versus the U.S. dollar may result in reduced returns for the Accounts. Moreover, the Accounts may incur costs in connection with conversions between U.S. dollars and foreign currencies. The value of certain foreign countries’ currencies may be subject to a high degree of fluctuation. This fluctuation may be due to changes in interest rates, investors’ expectations concerning inflation and interest rates, the country’s debt levels and trade deficit, the effects of monetary policies issued by the United States, foreign governments, central banks or supranational entities, the imposition of currency controls or other national or global political or economic developments. The economies of certain emerging market countries can be significantly affected by currency devaluations. Certain emerging market countries may also have managed currencies which are maintained at artificial levels relative to the U.S. dollar rather than at levels determined by the market. This type of system could lead to sudden and large adjustments in the currency, which in turn, can have a negative effect on the Accounts and their investments.

**Participation Notes:** Participation notes (“P-Notes”) are issued by banks or broker-dealers and are designed to offer a return linked to the performance of a particular underlying equity security or market. P-Notes can have the characteristics or take the form of various instruments, including, but not limited to, certificates or warrants. The holder of a P-Note that is linked to a particular underlying security is entitled to receive any dividends paid in connection with the underlying security. However, the holder of a P-Note generally does not receive voting rights as it would if it directly owned the underlying security. P-Notes constitute direct, general and unsecured contractual obligations of the banks or broker-dealers that issue them, which therefore subject an Account to counterparty risk, as discussed below.

Investments in P-Notes involve certain risks in addition to those associated with a direct investment in the underlying foreign securities or foreign securities markets whose return they seek to replicate. For instance, there can be no assurance that the trading price of a P-Note will equal the value of the underlying foreign security or foreign securities market that it seeks to replicate. As the purchaser of a P-Note, an Account is relying on the creditworthiness of the counterparty issuing the P-Note and has no rights under a P-Note against the issuer of the underlying security. Therefore, if such counterparty were to become insolvent, the Account would lose its investment. The risk that an Account may lose its investments due to the
Insolvency of a single counterparty may be amplified to the extent the Account purchases P-Notes issued by one issuer or a small number of issuers. P-Notes also include transaction costs in addition to those applicable to a direct investment in securities. In addition, an Account’s use of P-Notes may cause the Account’s performance to deviate from the performance of the portion of the Index to which the Account is gaining exposure through the use of P-Notes.

Due to liquidity and transfer restrictions, the secondary markets on which P-Notes are traded may be less liquid than the markets for other securities, which may lead to the absence of readily available market quotations for securities in an Account’s portfolio and may cause the value of the P-Notes to decline. The ability of an Account to value its securities becomes more difficult and the Adviser’s judgment in the application of fair value procedures may play a greater role in the valuation of an Account’s securities due to reduced availability of reliable objective pricing data. Consequently, while such determinations will be made in good faith, it may nevertheless be more difficult for an Account to accurately assign a daily value to such securities.

**Chinese Issuers:** Investing in securities of Chinese companies involves certain risks and considerations not typically associated with investing in securities of U.S. issuers, including, among others, (i) more frequent (and potentially widespread) trading suspensions and government interventions with respect to Chinese issuers resulting in lack of liquidity and in price volatility, (ii) currency revaluations and other currency exchange rate fluctuations or blockage, (iii) the nature and extent of intervention by the Chinese government in the Chinese securities markets, whether such intervention will continue and the impact of such intervention or its discontinuation, (iv) the risk of nationalization or expropriation of assets, (v) the risk that the Chinese government may decide not to continue to support economic reform programs, (vi) limitations on the use of brokers, (vii) higher rates of inflation, (viii) the unavailability of consistently-reliable economic data, (ix) the relatively small size and absence of operating history of many Chinese companies, (x) accounting, auditing and financial reporting standards in China are different from U.S. standards and, therefore, disclosure of certain material information may not be available, (xi) greater political, economic, social, legal and tax-related uncertainty, (xii) market volatility caused by any potential regional or territorial conflicts or natural disasters, (xiii) higher dependence on exports and international trade, (xiv) the risk of increased trade tariffs, embargoes, sanctions, investment restrictions and other trade limitations, (xv) restrictions on foreign ownership, and (xvi) custody risks associated with investing through programs to access Chinese securities. Certain securities are, or may in future become restricted, and the Fund may be forced to sell such restricted securities and incur a loss as a result. In addition, the economy of China differs, often unfavorably, from the U.S. economy in such respects as structure, general development, government involvement, wealth distribution, rate of inflation, growth rate, interest rates, allocation of resources and capital reinvestment, among others. The Chinese central government has historically exercised substantial control over virtually every sector of the Chinese economy through administrative regulation and/or state ownership and actions of the Chinese central and local government authorities continue to have a substantial effect on economic conditions in China. In addition, previously the Chinese government has from time to time taken actions that influence the prices at which certain goods may be sold, encourage companies to invest or concentrate in particular industries, induce mergers between companies in certain industries and induce private companies to publicly offer their securities to
increase or continue the rate of economic growth, control the rate of inflation or otherwise regulate economic expansion. The Chinese government may take such actions in the future as well, potentially having a significant adverse effect on economic conditions in China and the economic prospects for, and the market prices and liquidity of, securities issued by Chinese issuers.

**Russian Issuers:** Investment in securities of Russian issuers involves risks not typically associated with investments in securities of issuers in more developed countries that may negatively affect the value an Account. Such heightened risks include, among others, expropriation and/or nationalization of assets, restrictions on and government intervention in international trade, confiscatory or punitive taxation, regional conflict, political instability, including authoritarian and/or military involvement in governmental decision making, armed conflict, the imposition of economic sanctions by other nations, the impact on the economy as a result of civil war, and social instability as a result of religious, ethnic and/or socioeconomic unrest. As a result of recent events involving Ukraine and the Russian Federation, the United States and the European Union have imposed sanctions on certain Russian individuals and certain sectors of Russia’s economy.

**Sanctions Risks:** The United States and other nations or international organizations may impose economic sanctions or take other actions that may adversely affect companies. These sanctions, any future sanctions or other actions, or even the threat of further sanctions or other actions, may negatively affect the value and liquidity of securities in an Account’s portfolio. For example, the Adviser may be prohibited from investing in securities issued by companies subject to such sanctions. In addition, the sanctions may require the Adviser to freeze an Account’s existing investments in securities of issuers from sanctioned countries, prohibiting it from buying, selling or otherwise transacting in these investments. Countries may undertake additional countermeasures or retaliatory actions which may further impair the value and liquidity of securities in an Account’s portfolio and, consequentially, potentially disrupt an Account’s operations. Such events or any future events may have an adverse impact on the economies and debts of other emerging markets as well.

**Foreign Currency Transactions:** An investment transacted in a foreign currency may lose value due to fluctuations in the rate of exchange. These fluctuations can make the return on an investment go up or down, entirely apart from the quality or performance of the investment itself. The Adviser may enter into foreign currency transactions on behalf of certain Accounts either to facilitate settlement transactions or for purposes of hedging exposure to underlying currencies. To manage currency exposure, the Adviser may enter into forward currency contracts on behalf of an Account to “lock in” the U.S. dollar price of the security. A forward currency contract involves an agreement to purchase or sell a specified currency at a specified future price set at the time of the contract.

**Fixed Income Securities:** Fixed income securities are subject to credit risk and interest rate risk. Credit risk refers to the possibility that the issuer of a security will be unable or unwilling to make timely interest payments or repay the principal on its debt. Debt instruments are subject to varying degrees of credit risk which may be reflected in credit ratings. There is a possibility that
the credit rating of a fixed income security may be downgraded after purchase, which may adversely affect the value of the security. Interest rate risk refers to fluctuations in the value of a fixed income security resulting from changes in the general level of interest rates. When the general level of interest rates goes up, the prices of most fixed income securities go down. When the general level of interest rates goes down, the prices of most fixed income securities go up. An Account may hold securities that are insured by a bond insurer. A downgrade of the credit rating of such bond insurer may cause the value of the insured security to decline.

**Municipal Securities:** Municipal securities are subject to the risk that litigation, legislation or other political events, local business or economic conditions or the bankruptcy of the issuer could have a significant effect on an issuer’s ability to make payments of principal and/or interest. Municipal securities can be significantly affected by political changes as well as uncertainties in the municipal market related to taxation, legislative changes or the rights of municipal security holders. Because many securities are issued to finance similar projects, especially those relating to education, health care, transportation and utilities, conditions in those sectors can affect the overall municipal market. In addition, changes in the financial condition of an individual municipal insurer can affect the overall municipal market. The market for municipal bonds may be less liquid than for taxable bonds. There may also be less information available on the financial condition of issuers of municipal securities than for public corporations.

**High Yield Securities Risk:** Securities rated below investment grade are commonly referred to as high yield securities or “junk bonds.” Junk bonds are often issued by issuers that are restructuring, are smaller or less creditworthy than other issuers, or are more highly indebted than other issuers. Junk bonds are subject to greater risk of loss of income and principal than higher rated securities and are considered speculative. The prices of junk bonds are likely to be more sensitive to adverse economic changes or individual issuer developments than higher rated securities. During an economic downturn or substantial period of rising interest rates, junk bond issuers may experience financial stress that would adversely affect their ability to service their principal and interest payment obligations, to meet their projected business goals or to obtain additional financing. In the event of a default, an Account may incur additional expenses to seek recovery. The secondary market for securities that are junk bonds may be less liquid than the markets for higher quality securities and, as such, may have an adverse effect on the market prices of and an Account’s ability to arrive at a fair value for certain securities. The illiquidity of the market also could make it difficult for an Account to sell certain securities. In addition, periods of economic uncertainty and change may result in an increased volatility of market prices of such securities.

**Callable Bonds:** Certain Accounts managed by the Adviser may invest in callable bonds, and such issuers may “call” or repay these securities with higher coupon or interest rates before the security’s maturity date. If interest rates are falling, an Account may have to reinvest the unanticipated proceeds at lower interest rates, resulting in a decline in an Account’s income.

**Master Limited Partnership Units:** Certain Accounts may invest in master limited partnerships (“MLPs”). MLP units may trade infrequently and in limited volume. Investments in
MLPs could also expose an Account to volatility risk, because units of MLPs may be subject to more abrupt or erratic price movements than securities of larger or more broadly based companies. Holders of MLP units are subject to certain risks inherent in the structure of MLPs, including (i) tax risks (described further below), (ii) the limited ability to elect or remove management or the general partner or managing member (iii) limited voting rights and (iv) conflicts of interest between the general partner or managing member and its affiliates and the limited partners or members. Holders of units of MLPs have more limited control rights and limited rights to vote on matters affecting the MLP as compared to holders of stock of a corporation. For example, MLP unit holders may not elect the general partner or the directors of the general partner and the MLP unit holders have limited ability to remove an MLP’s general partner. MLPs are controlled by their general partners, which generally have conflicts of interest and limited fiduciary duties to the MLP, which may permit the general partner to favor its own interests over the MLPs. The amount of cash that each individual MLP can distribute to its partners will depend on the amount of cash it generates from operations, which will vary from quarter to quarter depending on factors affecting the particular business lines of the MLP. Available cash will also depend on the MLPs’ level of operating costs (including incentive distributions to the general partner), level of capital expenditures, debt service requirements, acquisition costs (if any), fluctuations in working capital needs and other factors. Currently, the MLPs that may be included in the Index operate in the energy sector. MLPs operating in the energy sector are subject to risks including, but not limited to, economic growth, worldwide demand, political instability in the regions that the companies operate, government regulation stipulating rates charged by utilities, interest rate sensitivity, oil price volatility and the cost of providing the specific utility services. In addition, these MLPs are at risk of civil liability from accidents resulting in injury, loss of life or property, pollution or other environmental damage claims and risk of loss from terrorism and natural disasters.

Some MLPs may be treated as “passive foreign investment companies” or “controlled foreign corporations” for U.S. federal income tax purposes. The manner and extent of an Account’s investments in MLPs may be limited by its intention to qualify as a regulated investment company under the Internal Revenue Code (which would increase the risk of tracking error), and any such investments by the Account may adversely affect the ability of the Account to so qualify. If any of the MLPs owned by an Account were treated as entities other than partnerships for U.S. federal income tax purposes, it could result in a reduction of the value of an investment in such Account.

**Investments in Other Investment Companies:** An Account’s investment in another investment company may subject an Account indirectly to the underlying risks of the investment company. The Account also will bear its share of the underlying investment company’s fees and expenses, which are in addition to the Account’s own fees and expenses. Shares of closed-end funds and ETFs may trade at prices that reflect a premium above or a discount below the investment company’s net asset value, which may be substantial in the case of closed-end funds. If investment company securities are purchased at a premium to net asset value, the premium may not exist when those securities are sold and the Account could incur a loss.
Small- and Medium-Capitalization Companies: Securities of small- and medium-sized companies are often subject to less analyst coverage and may be in early and less predictable periods of their corporate existences. In addition, these companies often have greater price volatility, lower trading volume and less liquidity than larger, more established companies. These companies tend to have smaller revenues, narrower product lines, less management depth and experience, smaller shares of their product or service markets, fewer financial resources and less competitive strength than larger companies. The stocks of small and medium-sized companies may have returns that vary, sometimes significantly, from the overall stock market.

“Green” Bonds: Investments in “green” bonds includes bonds whose proceeds are used principally for climate mitigation, climate adaptation or other environmentally beneficial projects, such as, but not limited to, the development of clean, sustainable or renewal energy sources, commercial and industrial energy efficiency, or conservation of natural resources. Investing in “green” bonds carries the risk that, under certain market conditions, the applicable Account may underperform as compared to accounts that invest in a broader range of investments. In addition, some “green” investments may be dependent on government tax incentives and subsidies and on political support for certain environmental technologies and companies. Investing primarily in “green” investments may affect an Account’s exposure to certain sectors or types of investments and will impact the Account’s relative investment performance depending on whether such sectors or investments are in or out of favor in the market. The “green” sector may also have challenges such as a limited number of issuers and limited liquidity in the market.

Additionally, there may also be a limited supply of bonds that merit “green” status, which may adversely affect the applicable Accounts.

ESG Investing Risk. The Adviser's consideration of ESG risks and opportunities in an Account's investment process could result in the Account performing differently compared to funds that do not take into account ESG considerations. The Adviser's consideration of ESG risks and opportunities may result in the Account investing in securities, industries, or sectors that underperform other securities, industries, or sectors, or underperform the market as a whole. An Account is also subject to the risk that the companies identified by the Adviser do not operate as expected when addressing ESG issues. Regulatory changes or interpretations regarding the definitions and/or use of ESG criteria could have a material adverse effect on the Account’s ability to invest in accordance with its ESG considerations.

Commodities and Commodity-Linked Derivatives: Subject to each Account’s investment objectives and restrictions and the Commodity Exchange Act, the Adviser may facilitate investments in commodities and commodities futures contracts. A commodity futures contract is an agreement to take or make delivery of a specified amount of a commodity, such as gold, at a set price on a future date. Investments in commodities futures may also include futures on natural resources and natural resources indices. Among other reasons, this strategy may be used for hedging purposes.

Exposure to the commodities markets may subject an Account to greater volatility than
investments in traditional securities. The commodities markets may fluctuate widely based on a variety of factors including changes in overall market movements, political and economic events and policies, war, acts of terrorism and changes in interest rates or inflation rates. Prices of various commodities may also be affected by factors such as drought, floods, weather, embargoes, tariffs and other regulatory developments. The prices of commodities can also fluctuate widely due to supply and demand disruptions in major producing or consuming regions. Certain commodities may be produced in a limited number of countries and may be controlled by a small number of producers. As a result, political, economic and supply-related events in such countries could have a disproportionate impact on the prices of such commodities.

Commodity-Linked “Structured” Securities: Because the value of a commodity-linked derivative instrument typically is based upon the price movements of a physical commodity, the value of the commodity-linked derivative instrument may be affected by changes in overall market movements, commodity index volatility, changes in interest rates, or factors affecting a particular industry. The value of these securities will rise or fall in response to changes in the underlying commodity or related index of investment.

Structured Notes: The Adviser may facilitate investments in structured notes. Structured notes are two-party agreements for indexed securities purchases and sales. When a structured note is purchased, payment of principal will be made to the counterparty. Some structured notes have a guaranteed repayment of principal while others place a portion (or all) of the principal at risk. The Adviser monitors the liquidity of structured notes. If determined to be illiquid, structured notes are aggregated with other illiquid securities for purposes of an Account’s limitations on illiquid securities. Structured notes expose an Account economically to movements in commodity prices. The performance of a structured note is determined by the price movement of the commodity underlying the note. A highly liquid secondary market may not exist for structured notes, and there can be no assurance that one will develop. These notes are often leveraged, increasing the volatility of each note’s market value relative to changes in the underlying commodity, commodity futures contract or commodity index.

The use of structured notes, including a commodity-linked structured note, involves risks that are different from those associated with ordinary portfolio securities transactions. An Account’s use of one or a limited number of counterparties and its investments in commodity-linked structured notes issued by only a limited number of issuers increases an Account’s exposure to counterparty credit risk. Structured notes also may be considered to be illiquid.

Repurchase and Reverse Repurchase Agreements: A repurchase agreement exposes an Account to the risk that the party that sells the security may default on its obligation to repurchase it. The Account may lose money if it cannot sell the security at the agreed-upon time and price or the security loses value before it can be sold. A reverse repurchase agreement involves the risk that the market value of the securities an Account is obligated to repurchase under the agreement may decline below the repurchase price. In the event the buyer of securities under a reverse repurchase agreement files for bankruptcy or becomes insolvent, an Account’s use of proceeds of the agreement may be restricted pending a determination by the other party, or its trustee or receiver, whether to enforce an
Account’s obligation to repurchase the securities.

**Digital Asset Risks:** The Adviser may invest directly or indirectly in digital assets on behalf of certain Accounts, and such Accounts will be subject to the below risks.

- Digital asset regulation is in its infancy and future regulatory change is unpredictable.
- The digital asset market could be in a bubble.
- An investment in digital assets may be illiquid.
- Digital assets are subject to volatile price fluctuations.
- There exists shallow trade volume, extreme hoarding, low liquidity and high bankruptcy risk in the market for digital assets.
- Digital assets can be subject to permanent loss due to unsecure local storage sites, malware and data loss.
- The loss or destruction of a private key required to access an Account may be irreversible.
- The value of digital assets may be subject to momentum pricing and therefore, an inaccurate valuation.
- The value of digital assets are dependent, directly or indirectly, on prices established by digital asset exchanges and other digital asset trading venues, which are new and, in most cases, largely unregulated, and therefore, may be more exposed to fraud and failure than established, regulated exchanges for other assets.
- Digital assets have vulnerabilities which may adversely affect their value. Instability in the digital asset exchange market and the closure or temporary shutdown of digital asset exchanges due to fraud, business failure, hackers, malware, or government-mandated regulation may reduce confidence in the digital asset exchange market and result in greater volatility in digital asset prices.
- Banks may not provide banking services, or may cut off banking services, to businesses that provide digital asset-related services or that accept digital assets as payment.
- The impact of geopolitical events on the supply and demand for digital assets is uncertain.
- The further development and acceptance of the cryptographic and algorithmic protocols governing the issuance of and transactions in digital assets, which represents a new and rapidly changing industry, is subject to a variety of factors that are difficult to evaluate.
- Unlike bank deposits or securities accounts respectively, digital assets are not subject to U.S. Federal Deposit Insurance Corporation (“FDIC”) or U.S. Securities Investor Protection Corporation (“SIPC”) protections.

**Options:** Purchasing put and call options, as well as writing such options, are highly specialized activities and entail greater than ordinary investment risks especially when such options are not used as a hedge or are uncovered.

Because option premiums paid or received by an Account will be small in relation to the market value of the investments underlying the options, buying and selling put and call options can result in large amounts of leverage. As a result, the leverage offered by trading in options could cause an Account’s asset value to be subject to more frequent and wider fluctuations than would be the case if an Account did not invest in options.
**Position Limits.** “Position limits” imposed by various regulators may also limit an Account’s ability to effect desired trades. Position limits are the maximum amounts of gross, net long or net short positions that any one person or entity may own or control in a particular financial instrument. All positions owned or controlled by the same person or entity, even if in different Accounts, may be aggregated for purposes of determining whether the applicable position limits have been exceeded. Thus, even if the Account does not intend to exceed applicable position limits, it is possible that different Accounts managed by the Adviser or its affiliates may be aggregated. If at any time positions managed by the Adviser were to exceed applicable position limits, the Adviser would be required to liquidate positions, which might include positions of the Account, to the extent necessary to come within those limits. Further, to avoid exceeding the position limits, the Account might have to forego or modify certain of its contemplated trades.

**Models and Data Risk:** Given the complexity of the investments and strategies of certain Accounts, with respect to such Accounts the Adviser relies heavily on proprietary quantitative models and information and data supplied by third parties (“Models and Data”). Models and Data are used to construct sets of transactions and investments, to provide risk management insights, and to assist in hedging the Account’s investments. When Models and Data prove to be incorrect or incomplete, any decisions made in reliance thereon expose the Account to potential risks. Similarly, any hedging based on faulty Models and Data may prove to be unsuccessful. Some of the models used by the Adviser for such Accounts are predictive in nature. The use of predictive models has inherent risks. Because predictive models are usually constructed based on historical data supplied by third parties, the success of relying on such models may depend heavily on the accuracy and reliability of the supplied historical data.

**Active Management Risk:** Investment decisions made by the Adviser in seeking to achieve a Managed Account’s investment objective(s) may not produce the returns expected by the Adviser, may cause a decline in the value of the securities held by the Manage Account and, in turn, cause the Managed Account or its shares to lose value or underperform other accounts with similar investment objective(s). In managing the Managed Account’s portfolio, the Adviser will apply investment techniques and risk analyses in making investment decisions for the Managed Account, but there can be no guarantee that these will produce the desired results.

**Portfolio Turnover:** Certain Accounts may engage in active and frequent trading of portfolio securities and thus may experience a high portfolio turnover rate. This may result in significant taxable capital gains as a result of the frequent trading of the Account’s portfolio securities and the Account will incur transaction costs in connection with buying and selling the securities, which may lower such Account’s return.

**Exchange Traded Products:** While the risks of owning shares of exchange traded products, including exchange traded funds and exchange traded notes (“Exchange Traded Products”) generally reflect the risks of owning the underlying investments of the Exchange Traded Product, lack of liquidity in the Exchange Traded Product can result in its value being more volatile than its underlying portfolio investments. An Exchange Traded Product can trade at prices higher or lower than the value of its underlying assets. In addition, trading in an Exchange Traded Product may be halted by the exchange on which it trades.
**Exchange Traded Products’ Underlying Investments:** Through its investment in an Exchange Traded Product, an Account is subject to the risks associated with the Exchange Traded Product’s underlying investments, including the possibility that the value of the securities or other assets held by the Exchange Traded Product could decrease. These risks include any combination of the risks described below, although an Account’s exposure to a particular risk will be proportionate to such Account’s overall allocation and an Exchange Traded Product’s asset allocation.

Additionally, an Account will bear additional expenses based on its pro rata share of the Exchange Traded Product’s operating expenses. Consequently, an investment in such an Account entails more direct and indirect expenses than a direct investment in an Exchange Traded Product.

**Affiliated Fund Risk.** In managing certain Managed Accounts, the Adviser will have the ability to select underlying funds which it believes will achieve the Managed Account’s investment objective. The Adviser may be subject to potential conflicts of interest in selecting underlying funds because the Adviser may, due to its own financial interest or other business considerations, have had an incentive to invest in funds managed by the Adviser or its affiliates in lieu of investing in funds managed or sponsored by others.

**Market:** Market risks refers to the risk that the market prices of securities that an Account or Exchange Traded Product holds are subject to the risks associated with investing in the securities market, including general economic conditions sudden and unpredictable drops in value, exchange trading suspensions and closures and public health risks (e.g., pandemics). These risks may be magnified if certain social, political, economic and other conditions and events (such as natural disasters, epidemics and pandemics, terrorism, conflicts and social unrest) adversely interrupt the global economy; in these and other circumstances, such events or developments might affect companies world-wide. The Exchange Traded Products, including exchange traded funds and exchange traded notes, may trade at a premium or discount to their net asset values.

**Leveraged Assets:** The Adviser may invest in assets that have a highly leveraged capital structure. Investments in leveraged assets offer the opportunity to appreciate capital; however, such investments may involve higher risks.

The leveraged capital structure of assets would increase the exposure of such investments in infrastructure to adverse economic factors, such as increased interest rates, exchange rate fluctuations, recessions in the economy or deteriorating conditions of infrastructure investments, which could affect the capacity of such investments to finance their future operations and capital needs. Moreover, the leveraged capital structure of assets may restrict the form of operating the asset such that the cash flow or profitability is maximized.

**Risk of Investing in BDCs.** Business development companies (each, a “BDC” and together, “BDCs”) generally invest in less mature private companies or thinly traded U.S. public companies which involve greater risk than well-established publicly-traded companies. While the BDCs that comprise the index whose price and yield performance an Account seeks to replicate as closely as possible, before fees and expenses, are expected to generate income in the form of dividends, certain BDCs during certain periods of time may not generate such income.
An Account will indirectly bear its proportionate share of any management and other operating expenses and of any performance-based or incentive fees charged by the BDCs in which it invests, in addition to the expenses paid by the Account.

The 1940 Act imposes certain constraints upon the operations of a BDC. For example, BDCs are required to invest at least 70% of their total assets primarily in securities of private companies or thinly traded U.S. public companies, cash, cash equivalents, U.S. government securities and high quality debt investments that mature in one year or less. Generally, little public information exists for private and thinly traded companies in which a BDC may invest and there is a risk that investors may not be able to make a fully informed evaluation of a BDC and its portfolio of investments. With respect to investments in debt instruments, there is a risk that the issuers of such instruments may default on their payments or declare bankruptcy. Many debt investments in which a BDC may invest will not be rated by a credit rating agency and will be below investment grade quality. These investments are commonly referred to as “junk bonds” and have predominantly speculative characteristics with respect to an issuer’s capacity to make payments of interest and principal. Although lower grade securities are higher yielding, they are also characterized by high risk. In addition, the secondary market for lower grade securities may be less liquid than that of higher rated securities. Additionally, a BDC may only incur indebtedness in amounts such that the BDC’s coverage ratio of total assets to total senior securities equals at least 200% after such incurrence. These limitations on asset mix and leverage may affect the way that the BDC raises capital. BDCs compete with other entities for the types of investments they make, and such entities are not necessarily subject to the same investment constraints as BDCs. To comply with provisions of the 1940 Act and the exemptive relief from the SEC applicable to an Account permitting it to invest in BDCs, the Adviser may be required to vote BDC shares in the same general proportion as shares held by other shareholders of the BDC. To qualify and remain eligible for the special tax treatment accorded to regulated investment companies and their shareholders under the Internal Revenue Code of 1986, as amended, the BDCs in which an Account invests must meet certain source-of-income, asset diversification and annual distribution requirements. If a BDC in which an Account invests fails to qualify as a regulated investment company, such BDC would be liable for federal, and possibly state, corporate taxes on its taxable income and gains. Such failure by a BDC could substantially reduce the BDC’s net assets and the amount of income available for distribution to an Account, which would in turn decrease the total return of such Account in respect of such investment.

**Risk of Investing in Agri-Food Technology and Innovation Food Companies.** An Account will be sensitive to, and its performance will depend to a greater extent on, the overall condition of companies operating in the food technology, precision agriculture, and agricultural sustainability markets. These companies may have limited product lines, markets, financial resources or personnel. These companies may face intense competition and potentially rapid product obsolescence. These companies are also heavily dependent on intellectual property rights and may be adversely affected by loss or impairment of those rights. These companies are also subject to significant environmental and food safety regulations that could adversely affect their business. Additional or more stringent environmental and food safety regulations may be enacted in the future and such changes could have a material adverse effect on the business of an Account’s portfolio companies. Companies operating in the food technology markets are subject
to other risks affecting the food industry. The food industry is highly competitive and can be significantly affected by demographic and product trends, competitive pricing, marketing campaigns, environmental factors, government regulation, adverse changes in general economic conditions, evolving consumer preferences, nutritional and health-related concerns, federal, state and local food inspection and processing controls, consumer product liability claims, consumer boycotts, risks of product tampering, and the availability and expense of liability insurance. Food product recalls require companies in the food industry to withdraw contaminated or mislabeled products from the market. Companies operating in the precision agriculture and agricultural sustainability markets are subject to other risks affecting the agricultural industry, including the impact of global climate change on agricultural production. These companies, especially smaller companies, tend to be more volatile than companies that do not rely heavily on technology. These companies may be adversely affected by commodity price volatility, changes in exchange rates, government policies and regulations such as taxes, tariffs, duties, subsidies and import and export restrictions, availability of certain inputs and materials required for production, depletion of resources, technological developments and labor relations. The customers and/or suppliers of the companies in which an Account invests may be concentrated in a particular country, region or industry. Any adverse event affecting one of these countries, regions or industries could have a negative impact on such companies.

**Risk of Investing in “Green” Metals.** Investments in companies involved in the production, refining, processing and recycling of green metals used to facilitate the energy transition from fossil fuels to cleaner energy sources and technologies are subject to a variety of risks. Under certain market conditions, an Account may underperform as compared to funds that invest in a broader range of investments. There may be significant differences in interpretations of what is considered a "green" metal and the definition used by the Index provider may differ with those used by other investors, investment advisers or index providers. In addition, some companies that rely on green metals may be dependent on government tax incentives and subsidies and on political support for certain environmental technologies and companies. The “green” sector may also have challenges such as a limited number of issuers and limited liquidity in the market. Additionally, there may also be a limited supply of companies involved in green metals, which may adversely affect the Account.

**Clean Energy Companies Risk.** Companies involved with green metals may be dependent upon renewable and alternative energy companies. Renewable and alternative energy companies can be significantly affected by the following factors: obsolescence of existing technology, short product cycles, legislation resulting in more strict government regulations and enforcement policies, fluctuations in energy prices and supply and demand of alternative energy fuels, energy conservation, the success of exploration projects, the supply of and demand for oil and gas, world events and economic conditions. In addition, shares of clean energy companies have been significantly more volatile than shares of companies operating in other more established industries and the securities included in an Account may be subject to sharp price declines. This industry is relatively nascent and under-researched in comparison to more established and mature sectors, and should therefore be regarded as having greater investment risk.
**Sustainable Impact Investing Strategy Risk.** An Account's strategy of investing in municipal debt securities of issuers promoting sustainable development may limit the types and number of investments available to the Account or cause the Account to invest in securities that underperform the market as a whole. As a result, the Fund may underperform funds that do not have a sustainable investing strategy or funds with sustainable investing strategies that do not employ certain ratings. In addition, the Account relies on the data provider for the identification of issuers that promote sustainable development based on their ratings; however, there can be no guarantee that the data provider's methodology will align with the Account's investment strategy or desirable issuers can be correctly identified. Moreover, Sustainable Development Goals 9, 11 and 12 may be modified or abandoned in the future and there can be no guarantee that the Account will be able to continue to use the ratings or find an appropriate substitute ratings system.

**Concentration Risk.** Certain Accounts may be concentrated in a particular sector or sectors or industry or group of industries. To the extent an Account is concentrated in a particular sector or sectors or industry or group of industries, the Account will be subject to the risk that economic, political or other conditions that have a negative effect on that sector or sectors or industry or group of industries will negatively impact the Account to a greater extent that if the Account’s assets were invested in a wider variety of sectors or industries.

**Operational Risk:** An Account is exposed to operational risk arising from a number of factors, including, but not limited to, human error, processing and communication errors, errors of the Account’s service providers, counterparties or other third-parties, failed or inadequate processes and technology or system failures.

**Cyber Security, Other Breaches and Identity Theft.** Cyber security incidents and cyberattacks have been occurring globally at a more frequent and severe level and will likely continue to increase in frequency in the future. The Adviser’s and its service providers’ information and technology systems may be vulnerable to damage or interruption from computer viruses and other malicious code, network failures, computer and telecommunication failures, infiltration by unauthorized persons and security breaches (by physical or electronic means), usage errors by their respective users or service providers, power, communications or other service outages and catastrophic events such as fires, tornadoes, floods, hurricanes and earthquakes. If unauthorized parties gain access to such information and technology systems, they may be able to steal, publish, delete or modify private and sensitive information. Although the Adviser has implemented, and service providers may implement, various measures to manage risks relating to these types of events, such systems could be inadequate and, if compromised, could become inoperable for extended periods of time, or cease to function properly or fail to adequately secure private information. Breaches such as those involving covertly introduced malware, impersonation of authorized users and industrial or other espionage may not be identified even with sophisticated prevention and detection systems, potentially resulting in further harm and preventing it from being addressed appropriately. The Adviser may have to make a significant investment to fix or replace any inoperable or compromised systems. The failure of these systems and/or of disaster recovery plans for any reason could cause significant interruptions in the Adviser’s operations and result in a failure to maintain the security, confidentiality or privacy of
sensitive data, including personal information relating to investors (and the beneficial owners of investors) and the intellectual property and trade secrets of the Adviser. Such a failure could harm the Adviser’s reputation, subject the Adviser and its affiliates (including a client) to legal claims and otherwise affect their business and financial performance.

**Floating Rate Risk:** Certain financial instruments in which an Account invests may pay interest based on, or otherwise have payments tied to, the London Inter-bank Offered Rate ("LIBOR"), Euro Interbank Offered Rate and other similar types of reference rates (each, a "Reference Rate"). Due to the uncertainty regarding the future utilization of LIBOR and certain other Reference Rates, and the nature of any replacement rate, the potential effect of a transition away from LIBOR and certain other Reference Rates could, among other negative consequences, adversely impact the pricing, liquidity, value of, return on and trading for a broad array of financial products, including any Reference Rate-linked securities, loans and derivatives in which an Account may invest require extensive negotiations of and/or amendments to agreements and other documentation governing Reference Rate-linked investments products; lead to disputes, litigation or other actions with counterparties or portfolio companies regarding the interpretation and enforceability of “fallback” provisions that provide for an alternative reference rate in the event of Reference Rate unavailability; or cause an Account to incur additional costs in relation to any of the above factors.

**Special Purpose Acquisition Companies (“SPACs”) Risk.** Certain accounts may invest in stock, warrants, and other securities of SPACs or similar special purpose entities. A SPAC is typically a publicly traded company that raises investment capital via an IPO for the purpose of acquiring the equity securities of one or more existing companies (or interests therein) via merger, combination, acquisition or other similar transactions. An Account may acquire an interest in a SPAC in an IPO or a secondary market transaction.

Unless and until an acquisition is completed, a SPAC generally invests its assets (less a portion retained to cover expenses) in U.S. government securities, money market securities and cash. To the extent the SPAC is invested in cash or similar securities, this may negatively affect an Account’s performance. Because SPACs and similar entities are in essence blank check companies without operating history or ongoing business other than seeking acquisitions, the value of their securities is particularly dependent on the ability of the entity’s management to identify and complete a profitable acquisition. There is no guarantee that the SPACs in which an Account invests will complete an acquisition or that any acquisitions that are completed will be profitable. Some SPACs may pursue acquisitions only within certain industries or regions, which may increase the volatility of their prices. In addition, these securities, which are typically traded in the over-the-counter market, may be considered illiquid and/or be subject to restrictions on resale.

Other risks of investing in SPACs include that a significant portion of the monies raised by the SPAC may be expended during the search for a target transaction; an attractive transaction may not be identified at all (or any requisite approvals may not be obtained) and the SPAC may dissolve and be required to return any remaining monies to shareholders, causing an Account to incur the opportunity cost of missed investment opportunities the Account otherwise could have
benefited from; a transaction once identified or effected may prove unsuccessful and an investment in the SPAC may lose value; the warrants or other rights with respect to the SPAC held by an Account may expire worthless or may be repurchased or retired by the SPAC at an unfavorable price; and an investment in a SPAC may be diluted by additional later offerings of interests in the SPAC or by other investors exercising existing rights to purchase shares of the SPAC. In addition, a SPAC target company may have limited operating experience, a smaller size, limited product lines, markets, distribution channels and financial and managerial resources. Investing in the securities of smaller companies involves greater risk, and portfolio price volatility.

**Private Investment in Public Equity.** Certain Accounts may acquire equity securities of an issuer that are issued through a private investment in public equity (PIPE) transaction, including on a when-issued basis. An Account will generally earmark an amount of cash or high quality securities equal (on a daily mark to market basis) to the amount of its commitment to purchase the when-issued securities. PIPE transactions typically involve the purchase of securities directly from a publicly traded company or its affiliates in a private placement transaction, typically at a discount to the market price of the company’s securities. There is a risk that if the market price of the securities drops below a set threshold, the company may have to issue additional stock at a significantly reduced price, which may dilute the value of an Account’s investment. Shares in PIPEs generally are not registered with the SEC until after a certain time period from the date the private sale is completed. This restricted period can last many months. Until the public registration process is completed, PIPEs are restricted as to resale and an Account cannot freely trade the securities. Generally, such restrictions cause the PIPEs to be illiquid during this time. PIPEs may contain provisions that the issuer will pay specified financial penalties to the holder if the issuer does not publicly register the restricted equity securities within a specified period of time, but there is no assurance that the restricted equity securities will be publicly registered, or that the registration will remain in effect.
Item 9  Disciplinary Information

Neither the Adviser nor its management persons have been subject to legal or disciplinary events that are material to its advisory business or that would be material to its existing or prospective clients’ evaluation of its advisory business or the integrity of its management.
Item 10  Other Financial Industry Activities and Affiliations

VanEck provides investment advisory services pursuant to investment advisory agreements to (i) registered investment companies; (ii) other pooled investment vehicles; and (iii) investment accounts. VanEck’s investment advisory services to each of these types of clients are material to its advisory business.

The Adviser owns 100% of the voting common stock of Van Eck Absolute Return Advisers Corp. (“VEARA”), an entity providing investment advisory services to registered investment companies and other pooled investment vehicles. VEARA is registered with the Commodities Futures Trading Commission as a commodity pool operator and commodity trading adviser and is registered with the SEC as an investment adviser. VEARA serves as trust manager and/or may serve as general partner to certain private funds. VEARA also serves as investment adviser to registered investment companies and other pooled investment vehicles.

VEARA may receive performance-based fees for certain Accounts, including Accounts that it manages and private funds for which it serves as investment adviser. The Adviser’s investment advisory services to each of these types of clients are material to its advisory business. For a discussion on conflicts of interests related to performance-based fees, see the discussion in “Performance-Based Fees and Side-By-Side Management” above.

The Adviser owns 100% of the common stock of Van Eck Securities Corporation. Van Eck Securities Corporation’s principal business is acting as the principal underwriter of registered investment companies and other pooled investment vehicles for which the Adviser serves as investment adviser.

Van Eck Securities Corporation does not intend to act as broker or effect a transaction for any Account managed by the Adviser. If Van Eck Securities Corporation were to so act or effect transactions, it would do so in accordance with procedures adopted pursuant to Rule 17e-1 adopted under the 1940 Act with respect to investment companies registered under the 1940 Act, and after disclosure to and consent from non-investment company Accounts. It is not currently engaged in any other business. Furthermore, Van Eck Securities Corporation is the marketing agent for the VanEck Merk Gold Trust, Bitcoin Tracker Fund LP, and VanEck New Finance Income Fund, LP.

The Adviser indirectly wholly owns VanEck Investments Limited (“VanEck Australia”), an entity providing investment advisory services to passively managed index funds listed on the Australian Securities Exchange. VanEck Australia is registered with the Australian Securities and Investments Commission. VanEck Australia is wholly owned by VanEck Australia Pty Ltd., a wholly-owned subsidiary of the Adviser.

The Adviser wholly owns VanEck (Europe) GmbH which has a MiFiD license from the German Federal Financial Supervisory Agency to conduct financial brokerage and advisory services.

The Adviser owns 99% of VanEck Asset Management B.V. (“VanEck Netherlands”), an entity providing investment advisory services to passively managed index funds listed on various
European stock exchanges. VanEck Netherlands is registered with the Netherlands Authority for the Financial Markets as a management company.

The Adviser also wholly owns VanEck Investment Management (Shanghai) Co., Ltd., an entity registered with the Shanghai Municipal Administration of Market Regulation in Free Trade Zone.

The Adviser also wholly owns VanEck Singapore Pte. Ltd., an entity registered with the Accounting & Corporate Regulatory Authority.

The Adviser indirectly wholly owns MV Index Solutions GmbH, an entity authorized by the German Regulator BaFin as a Benchmark Administrator.

The Adviser indirectly wholly owns VanEck ETP AG, an entity serving as manager and issuer of VanEck Digital Asset ETNs.

The Adviser indirectly wholly owns VanEck Private Fund Management (Shanghai) Co., Ltd, an entity in the process of registering as an investment manager in China with the Asset Management of China Association (AMAC) and the State Administration of Foreign Exchange (SAFE).
Item 11      Code of Ethics, Participation or Interest in Client Transactions and Personal Trading

The Adviser has adopted a Code of Ethics (the “Code”) in accordance with Rule 17j-1 under the 1940 Act and 204A-1 under the Advisers Act. The Code is based on the Adviser’s fiduciary duty to its clients. The fundamental tenets of the Code include: (1) place the interests of clients first at all times; (2) conduct their personal securities transactions in a manner so as to be consistent with the Code and avoid any actual or potential conflict of interest or any abuse of an employee’s position of trust and responsibility; (3) refrain from taking inappropriate advantage of the relationship with the clients; (4) maintain the confidentiality of security holdings and financial circumstances of clients; and (5) maintain independence in the investment decision making process.

As a fiduciary, the Adviser and its employees owe an affirmative duty of care, loyalty, honesty, and good faith to act in the best interests of its clients. Generally, the Code imposes the following five basic requirements on the Adviser and its employees: (1) they must comply with all applicable federal law; (2) they must avoid all conflicts of interest and disclose all material facts concerning any conflict that may arise with respect to any client; (3) their conduct must conform with the ethical standards set forth in the Code; (4) their personal securities transactions must comply with the Code; and (5) they must obtain prior approval for securities transactions as required under the Code.

In addition, at the commencement of employment and quarterly thereafter, access persons certify that they have received, read and understand all provisions of the Code and agree to be subject to the Code, and any amendments thereto. Access persons are supervised persons who have access to non-public information regarding a client’s purchase or sale of securities or to non-public information regarding portfolio holdings, who are involved in making securities recommendations to clients, or who may have access to such recommendations that are non-public.

Generally, the Code requires access persons to obtain pre-clearance of all covered transactions (including personal trading in certain crypto currencies and related futures contracts) in their own personal accounts, as well as accounts held by relatives that are members of their household. In addition, access persons must report all investment holdings in these accounts. The Code also requires that access persons report all transactions in securities, with limited exceptions, to the Chief Compliance Officer no later than 30 days after the end of the calendar quarter. The Code exempts non-interested board members from pre-clearance requirements on personal securities transactions, and the reporting of transactions and holdings.

In addition, the Code prohibits access persons from buying or selling any security for his or her account if he or she knows at the time of the transaction that the security is being purchased or sold, or is being considered for purchase or sale by an Adviser’s client or account unless such transaction falls within the de minimis exception.

The Code enables access persons to purchase securities in a private placement, provided that he or she makes certain representations on a pre-clearance form and obtains pre-approval for the
purchase.

In addition, no access person may engage in short-term trading, as defined in the Code, of any covered security.

A copy of the Adviser’s Code of Ethics will be provided upon request.

From time to time, the Adviser, the accounts of which the Adviser is the sole limited partner, of which an affiliate of the Adviser is the general partner and in which the Adviser or affiliated or owner or related persons may have a material economic interest, as well as the pooled investment vehicles advised by VEARA or other related parties, may buy or sell securities which are recommended to other clients for purchase or sale. The Adviser recognizes that this practice may result in conflicts of interest. However, to minimize or eliminate such conflicts, certain procedures have been instituted, which provide that transactions in securities of limited availability, sequential transactions for different Accounts, and opposing transactions in the same security are reviewed by the Adviser’s compliance personnel for evidence of abusive practices. When securities of limited availability are purchased, the Adviser documents the reason for the allocation.

The Adviser may from time to time recommend to clients the purchase of securities of issuers to which it or an affiliate of the Adviser acts as adviser or broker-dealer, and for which it receives advisory or other fees. While this practice may create conflicts of interest, the Adviser has adopted procedures to minimize such conflicts. While the Adviser does not expect to, for its own account, buy a security from, or sell a security to, the account of a client (i.e., engage in principal transactions) in its normal course of business, the Adviser may act as principal in a securities transaction with a client. However, to minimize or eliminate such conflicts, the Adviser has instituted procedures that provide that the Adviser will not act as principal in a transaction without providing written disclosure to the client, as specified in Section 206(3) of the Advisers Act. The Adviser will act as principal only to the extent acting in such capacity is consistent with its duty to obtain best execution for the client.

Various Accounts advised by the Adviser may rely on Section 12(d)(1)(F) of the 1940 Act to invest in an investment company, which requires the Account, among other things, to vote shares of an acquired investment company in the same proportion as the vote of all other shareholders of the acquired investment company, which is referred to as echo voting.

The Adviser, its affiliates and related persons may hold securities or other investments which are purchased or recommended for purchase by Accounts in the open market, as part of initial public or secondary offerings. If these holdings entitle the Adviser, its affiliates and related persons to participate in initial public or secondary offerings, these persons will, at their discretion, participate in such offerings on terms deemed by the Adviser equitable to other Accounts advised by the Adviser.

Generally, the Adviser, its officers, directors, employees, and related persons are prohibited from buying or selling any security for his or her account if he or she knows at the time of the
transaction that the security is being purchased or sold, or is being considered for purchase or sale, for an Account. A security is “considered for purchase or sale” when a recommendation to purchase or sell a security is being made or has been made and communicated and is “recommended” when the person making the recommendation seriously considered making the recommendation. However, the Adviser or its affiliates or the Accounts (including funds) that it manages may buy, sell or recommend the purchase or sale of a security or other instruments if the Adviser or an employee, affiliate or related person owns an interest in the Account or receives a performance fee. The Adviser or its affiliates may buy or sell securities for their own account which are recommended to clients for purchase or sale. In order to minimize or eliminate potential conflicts, certain procedures have been instituted. In some circumstances, the Adviser, an affiliate, or an employee may be deemed to be a principal for those transactions because of that ownership interest. The Adviser seeks to fairly allocate opportunities and monitors the Accounts that it manages with respect to allocation. For more details on the Adviser, its affiliates, employees and related personal trading, see the discussion of the Code of Ethics above.

Other Potential Conflicts of Interest
The Advisers (and their principals, affiliates or employees) may serve as investment adviser to other client accounts and conduct investment activities for their own accounts. Such “Other Clients” may have investment objectives or may implement investment strategies similar to those of the Funds. When an Adviser implements investment strategies for Other Clients that are similar or directly contrary to the positions taken by a Fund, the prices of the Fund’s securities may be negatively affected. For example, when purchase or sales orders for a Fund are aggregated with those of other funds and/or Other Clients and allocated among them, the price that the Fund pays or receives may be more in the case of a purchase or less in a sale than if the Advisers served as adviser to only the Fund. When Other Clients are selling a security that a Fund owns, the price of that security may decline as a result of the sales.

The compensation that each Adviser receives from Other Clients may be higher than the compensation paid by a Fund to the Adviser. The Advisers have implemented procedures to monitor trading across the Funds and their Other Clients. Furthermore, an Adviser may recommend a Fund purchase securities of issuers to which it, or its affiliate, acts as adviser, manager, sponsor, distributor, marketing agent, or in another capacity and for which it receives advisory or other fees. While this practice may create conflicts of interest, the Adviser has adopted procedures to minimize such conflicts.
Item 12    Brokerage Practices

Generally, the Adviser has discretionary authority to determine the amount of securities or other instruments to be bought and sold and the specific securities or other instruments to be bought and sold. Limitations on the ability of an Account to engage in transactions may include restrictions in the registration statement, offering material or contract agreement applicable to the Account and regulatory diversification, concentration or other limitations. In transactions on stock and commodity exchanges in the United States, brokerage commissions are negotiated and a particular broker-dealer may charge different commissions according to such factors as the difficulty and size of the transaction and the volume of business done with such broker-dealer, whereas on foreign stock and commodity exchanges, these commissions are generally negotiable as well, but in some instances may be fixed. Brokerage commissions in emerging or frontier markets are generally higher than brokerage commissions in the United States or other developed markets. In the case of securities traded on the over-the-counter markets, there are generally no stated commissions, but the price usually includes an undisclosed commission or markup. In underwritten offerings, the price often includes a disclosed fixed commission or discount retained by the underwriter or dealer.

In determining the broker-dealers through which to effectuate securities transactions for Accounts, it is the Adviser’s policy to obtain quality execution at the most favorable terms. In selecting a broker-dealer, the Adviser may consider various relevant factors, although no one factor is determinative in the Adviser’s decision-making process. These factors include one or more, but are not limited to, best price, current market conditions, time constraints, liquidity, volatility in the markets, volatility in the particular type of security or asset, size and type of transaction, the nature and character of the market for the security or asset in the transaction, confidentiality, execution efficiency, settlement capabilities, financial condition of the broker-dealer, full range and quality of the broker-dealer’s services, the responsiveness, reputation, reliability and experience of the broker-dealer, the reasonableness of any commissions or spreads, difficulty of execution, ability and willingness to commit capital to the transaction, past effectiveness in executing illiquid or difficult types of securities or assets or difficult types of orders and the value of brokerage and research services provided.

Subject to applicable law and when otherwise in the best interest of all participating client accounts, the Adviser will effect “cross” transactions between client accounts, including registered investment companies. In these cases, one client account will purchase securities held by another client account. The Adviser effects these transactions only (1) when it deems the transaction to be in the best interests of both client accounts and (2) at a price that the Adviser has determined by reference to independent market indicators, which the Adviser believes to constitute “best execution” for both accounts. Neither the Adviser nor any related party receives any compensation in connection with “cross” transactions. The Adviser is not obligated to seek to effect “cross” transactions and may be prohibited by legal or regulatory considerations from doing so with respect to certain types of client accounts.

Agency cross transactions (i.e., a transaction in which the Adviser or an affiliate of the Adviser acts as agent for the parties on both sides of the transaction) may be effected for an Account to the extent permitted by law. Client consent to agency cross transactions may be revoked at any
Agency cross transactions on behalf of clients that are employee benefit plans subject to the Employee Retirement Income Security Act of 1974 (“ERISA”) are effected only in accordance with the restrictions and conditions contained in ERISA and rules, regulations, and exemptions promulgated by the U.S. Department of Labor.

The Adviser may effect transactions through a broker-dealer who furnishes brokerage and/or research services that result in the payment of a commission in excess of the commission another broker-dealer would have received for executing the transaction. The use of client brokerage commissions to obtain research or other products or services benefits the Adviser because the Adviser does not have to produce or pay for the research, products or services received in exchange for the commissions. The Adviser may have an incentive to select or recommend a broker-dealer based on its interest in receiving the research or other products or services, rather than on its clients’ interest in receiving most favorable execution.

Any research service received through a broker-dealer may be used by the Adviser in connection with Accounts other than those Accounts that pay commissions to such broker-dealer. The research service received by the Adviser, through a soft dollar arrangement, may benefit an Account, regardless of whether such Account paid commissions to the broker-dealer through which such research service was received. The Adviser does not seek to allocate soft dollar benefits to Accounts proportionately to the soft dollar credits that the Accounts generate.

The payment of a commission to a broker-dealer for research services as described above will occur when the Adviser determines in good faith that such commission is reasonable in relation to the value of the brokerage and/or research services, as defined in Section 28(e) of the Securities Exchange Act of 1934, which have been or will be provided by the effectuating broker-dealer. In making any such determination, the Adviser will not attempt to place a specific dollar value on the brokerage and research services provided or to determine what portion of the commission should be related to such services. Such research services may include, but are not limited to, the following: computer analyses of securities portfolios, performance measurement services used in making investment decisions, stock price quotation services, computerized historical financial databases and equipment to retrieve such data, brokerage analysts’ earnings estimates, publications concerning performance of various investment portfolios, charts or statistical analysis of individual portfolio securities versus other securities in the same industry, including stock history, volatility and performance, software dedicated to research, conference calls and seminars (not including airfare and living expenses), political analyses, and specialized political or economic analyses. Such services may be provided by broker-dealers which execute portfolio transactions for the clients of the Adviser or by third parties with whom these broker-dealers have arrangements. All soft dollar arrangements providing nonproprietary research requires approval from the Compliance Department.

All other services obtained by the use of commissions arising from clients’ investment transactions will be limited to services that would otherwise be an Account expense. The use of commissions to obtain such other services may be outside the parameters of Section 28(e).
Soft dollar arrangements may also include services which are subject to “mixed use” both for research purposes as well as for non-research purposes. In such cases, the Adviser will make a good faith determination of such allocation based upon its review of the usage of each product. The Adviser reimburses the soft dollar broker for the non-research portion of the product or service.

It is the Adviser’s policy that no soft dollar transactions will be placed for the ETFs it manages. In accordance with Rule 12b-1(h)(1) of the 1940 Act, the Adviser prohibits the direction of brokerage as compensation to broker-dealers for the promotion and/or sale of shares of investment companies advised by the Adviser (“Fund Shares”).

In addition, the Adviser prohibits indirectly compensating a broker-dealer through a step-out transaction, mark-up, mark-down, or other fee (or portion thereof) received or to be received through any other arrangement to share a commission from the portfolio transactions effected through any other broker-dealer. Nonetheless, in satisfying its fiduciary responsibility to seek best execution for its clients, the Adviser may select a broker-dealer that sells and/or promotes interests in private funds managed by the Adviser or Fund Shares or that refers investment account clients to the Adviser (“Selling Broker-Dealer”). Selection of a Selling Broker-Dealer to execute portfolio transactions will only occur under the following conditions: (1) when selecting an executing broker-dealer for portfolio transactions, the persons responsible for the selection shall not consider whether the executing broker-dealer promotes and/or sells interests in private funds managed by the Adviser or Fund Shares or refers clients to the Adviser; (2) under no circumstances will any person employed by the Adviser or an affiliate of the Adviser attempt to influence, directly or indirectly, the selection of the broker-dealer firms for the execution of portfolio transactions to compensate such firms for the promotion and/or sale of interests in private funds managed by the Adviser or Fund Shares or referrals of clients; and (3) neither the Adviser, funds managed by the Adviser, nor any affiliate of the Adviser enter into any agreement (whether written or oral) or other direct or indirect understanding or arrangement under which the Adviser directs (or is expected to direct) brokerage transactions (or revenue derived from such transactions), or any remuneration, including but not limited to any commission, mark-up or mark-down, or other fee (or portion thereof) received or to be received from portfolio transactions effected through any other broker-dealer firm, to a broker-dealer firm in consideration for the promotion or sale of interests in private funds managed by the Adviser or Fund Shares or for referral of clients to the Adviser.

Some separately managed or sub-advised accounts have negotiated commission recapture programs which we are encouraged to utilize subject to our obligation to achieve best execution.

For UMA Programs and Model Portfolio Programs, the Adviser typically does not have trading authority. Rather, the Adviser sends an updated Model Portfolio to the Program Sponsors when and as required by the relevant Program Documents, which can vary from Program Sponsor to Program Sponsor. Upon receipt of a Model Portfolio or update, each Program Sponsor (or, in some cases, a third-party manager) must determine independently whether and how to place orders for each Program Participant in light of the Model Portfolio provided by the Adviser. Delivery of Model Portfolios and updates typically are made contemporaneously with the implementation of investment decisions by the Adviser for its discretionary clients. As a result,
a Program Sponsor (or third party manager) could be placing trades for Program Participants as similar changes are being executed or are in the process of being executed for accounts and Funds for which the Adviser executes orders directly. As a result, orders placed on behalf of Program Participants by a Model Program Sponsor, UMA Program Sponsor or third-party manager in response to the Adviser’s investment advice, including a Model Portfolio change, could be in the market at the same or similar times as each other as well as orders executed by the Adviser. The cost and quality of execution of these orders could vary depending on the size of each order, the brokers utilized by the trading desk placing the order, when the orders were placed, and market changes caused by multiple orders – which could impact relative performance. In an effort to promote fair and equitable treatment of orders, changes to Model Portfolios [and orders resulting from changes to model portfolios] are transmitted to relevant Program Sponsors on a rotational basis. The Program Sponsors then execute the trades recommended in the model at their own discretion and in accordance with their own policies and procedures.

The Adviser or its affiliates may receive certain other services from brokers that are beneficial to the Adviser or its affiliates, but not necessarily beneficial to the Accounts managed by the Adviser, including, without limitation, capital introduction services. Such services may present conflicts of interest for the Adviser, which is responsible for negotiating with brokers for margin, brokerage, or other fees. To address potential conflicts of interest associated with capital introduction services, the Adviser’s investment committee reviews all brokerage quarterly to ensure compliance with the Adviser’s policies and procedures as discussed above.

When more than one of the Accounts or an account of an affiliate, including a fund, trades in the same security at the same time, to the extent permissible, the Adviser will aggregate the orders if the Adviser believes it is in the best interest of its clients. The Adviser and its affiliate will aggregate orders of mutual funds, private funds, other pooled investment vehicles and investment accounts whether or not within the same family of funds or with the same client as long as no party is favored to the detriment of another party, and it does not breach the Adviser’s fiduciary duties to its clients.

In general, all contemporaneous trades for Accounts managed using the same strategy would typically be aggregated in a single order to the extent permitted by the particular market. Additionally, other trades may be aggregated if the trader believes the aggregated trade would provide each client an opportunity to achieve a more favorable execution or a potentially lower execution cost. The costs associated with an aggregated order will be shared pro rata among the Accounts in the aggregated order. Generally, if an order is filled at several different prices through multiple trades, all Accounts participating in the aggregated order will receive the average price except in the case of certain international markets where average pricing is not permitted.

Generally, aggregating of orders will occur only when the same investment decision is made for more than one Account. In this event the executed portion of combined transaction orders for two or more Accounts will be allocated, when possible, on a pro rata basis (to the nearest round lot), with each Account receiving a percentage of the executed portion of the order based upon
each Account’s percentage of the original order. The Adviser may decide, in its discretion, that de minimis allocations are not appropriate. This policy will apply to all Accounts participating in the execution under the same trading circumstances (price limits, time of entry, etc.). The allocation will be made at the average price except in the case of certain international markets where average pricing is not permitted. The trader will give the aggregated order to the executing broker that the trader has identified as being able to provide the best execution for the order. Orders for the purchase or sale of securities will be placed within a reasonable amount of time of the order receipt and aggregated orders will be kept aggregated only long enough to execute the order.

Generally, allocation of trades should be pro rata across similar Accounts. When allocating trades among clients, the Adviser will consider an Account’s restrictions and liquidity. The Adviser will not allocate opportunities to favor Accounts (such as Accounts paying performance fees) or in order to level performance among multiple Accounts.

Non pro-rata post-execution allocations are reviewed by the Compliance Department on a selective basis. For the Adviser’s Model Program Sponsors, the Adviser follows a fair and equitable trade rotation policy. The Adviser’s trade rotation procedures are generally designed to treat clients equitably and fairly over time.

Normally, new issues and secondary offerings (i.e., “limited opportunity securities”) will be allocated pro rata across similar Accounts (see above). Any divergence from this rule (i.e., a non-pro rata allocation) must be explained. Non-pro rata allocations may be made for a variety of reasons, such as issuer, sector, geographic diversification, risk management, etc. However, if the size of the combined order appears to be unobtainable, the Adviser’s employees responsible for the allocation (traders & portfolio managers) will allocate the executed portion of the transaction in a fair and reasonable manner across all interested Accounts, which may include Accounts managed by affiliates. Generally, orders will be allocated on a pro rata basis, with consideration given to maintain round lots. The Adviser may decide, in its discretion, that de minimis allocations are not appropriate. Non-pro rata post-execution allocations will be documented by the Adviser’s employee responsible for the allocation with a brief notation as to the reason.

If an Account has provided information to VanEck or an affiliate that the Account is not permitted by FINRA Rules 5130 and 5131 to participate in a new issue, then VanEck will only make the security available when a reasonable period has passed after the offering in accordance with Rules 5130 and 5131 and related guidance.

The Adviser may from time to time allocate securities it holds to Accounts on a pro rata or other equitable basis in conformity with Section 206(3) of the Advisers Act and the applicable rules thereunder.

Because the Adviser has no authority to place trades for Program Participants, such trades will not be aggregated with trades for the Adviser’s discretionary clients.

The Adviser invests in China A shares through the Shanghai Stock Connect and Shenzhen Stock
Connect programs (“Stock Connect”), to the extent such program is available for an Account. Stock Connect is a securities trading and clearing program between the Shanghai Stock Exchange, Shenzhen Stock Exchange, the Stock Exchange of Hong Kong Limited, China Securities Depository and Clearing Corporation Limited and Hong Kong Securities Clearing Company Limited designed to permit mutual stock market access between mainland China and Hong Kong by allowing investors to trade and settle shares on each market via their local exchanges. Trading through Stock Connect is subject to aggregate investment quotas that limit total purchases and sales through Stock Connect as well as daily quotas that limit the maximum daily net purchases on any particular day.

The Adviser invests in onshore China bonds through the Bond Connect program, to the extent such program is available for an Account. Bond Connect is a securities trading and clearing program between China Foreign Exchange Trade System & National Interbank Funding Center, China Central Depository & Clearing Co., Ltd., Shanghai Clearing House, Hong Kong Exchanges and Clearing Limited, and Central Moneymarkets Unit of the Hong Kong Monetary Authority.
Item 13  Review of Accounts

For investment management purposes, each Account is assigned to a portfolio manager or to a team of managers that has primary responsibility for the Account. The frequency of reviews varies and is dependent on various factors such as relevant market, economic, political, social, and monetary events. Generally, each Account is reviewed by the portfolio manager at least quarterly.

The overall portfolio strategy and implementation is the responsibility of the portfolio manager(s) assigned to the Account. Generally, when constructing portfolio strategy, the portfolio manager(s) works in conjunction with internal analysts, other VanEck portfolio managers and outside research sources. Regular investment meetings are held, which include portfolio managers, analysts and traders. Investment strategy and tactics are discussed at monthly meetings. Major changes in investment strategy are then communicated to Accounts.

Investors in the private funds receive written unaudited statements of capital accounts monthly, letters regarding performance at least quarterly and audited year-end financial statements annually. Non-investment company advisory clients receive written statements on a monthly, quarterly or semi-annual basis, listing investments in the Account, and showing cost, current market value, yield or income information as may be required or requested by a client.

The Adviser does not review individual accounts of Program Participants.
Item 14    Client Referrals and Other Compensation

The Adviser may have arrangements with companies and individuals who act as solicitors in obtaining new advisory business. The solicitors may be compensated by the Adviser under differing schedules. In addition to a possible monthly fee, the solicitor may receive a percentage of the investment management fee received by the Adviser with respect to such new business. In the event of a solicitor’s termination, a solicitor may receive a continuing payment from the Adviser for one year thereafter. The advisory fees charged to a client or investor are not affected because of such payments to the solicitor.
Item 15 Custody

Certain clients of VanEck will receive account statements from broker-dealers, banks or other qualified custodians with respect to their assets managed by VanEck. Clients should carefully review the account statements they receive from qualified custodians. As these clients may also receive account statements from VanEck, they should compare those statements with the account statements they receive from the qualified custodian.

As to digital assets, depending on the asset in question, custody and security services will be provided by third party wallet providers and other service providers, exchanges, trust companies and other custodial or security service providers or, if a third party is not available, by the Adviser or its affiliates. In determining the appropriate custody and security arrangements for a particular digital asset, the Adviser will consider the relative ability of such persons to securely safeguard such digital assets. A single type of digital asset held by Accounts may be custodied or secured in different ways and different types of digital assets may have different custody or security arrangements. Custodial service providers for digital assets may not be able or willing to hold all of the Digital Assets in which a client may invest, including digital assets received through a fork in a blockchain or an air drop.
**Item 16    Investment Discretion**

Generally, VanEck has discretionary authority to manage securities accounts on behalf of its clients. VanEck’s authority to take actions on behalf of each Account is described and agreed to by each client in the investment management agreement between VanEck and the client. The investment management agreement may include limited powers of attorney granted to VanEck in connection with its investment management services to the client.

The Adviser has neither investment nor brokerage discretion for those clients to whom it provides nondiscretionary investment advice or with respect to certain Program Participants.
**Item 17  Voting Client Securities**

In accordance with Rule 206(4)-6 under the Advisers Act, the Adviser has adopted and implemented written policies and procedures for voting client proxies it receives. Generally, the Adviser, when granted proxy voting authority by a client, will fulfill its obligations by voting in a manner that is in the best interest of its client. The Adviser may abstain from voting, but only if the Adviser determines that it is in the client’s best interest. The Adviser will vote proxies on behalf of clients, unless otherwise instructed by the client. The Adviser intends to vote all proxies in accordance with applicable rules and regulations, and in the best interests of clients without influence by real or apparent conflicts of interest. To assist in its responsibility for voting proxies and the overall voting process, the Adviser has engaged an independent third party proxy voting specialist, Glass Lewis & Co., LLC. The services provided by Glass Lewis include in-depth research, global issuer analysis, voting recommendations, and vote execution, reporting and recordkeeping.

The Adviser will maintain records for each matter relating to a portfolio security with respect to which a client was entitled to vote.

While it is the Adviser’s policy to generally follow the Glass Lewis guidelines, the Adviser retains the right, on any specific proxy, to vote differently from the Glass Lewis guidelines, if the Adviser believes it is in the best interests of its clients. Any such exceptions will be documented by the Adviser and reviewed by the Chief Compliance Officer.

With respect to Program Participants, the Adviser will vote proxies of the securities held in the Model Portfolios unless a Program Participant elects to vote proxies for their own account.

**Pre-Population of Votes**

The Adviser pre-populates votes with Glass Lewis to help ensure all proxies are voted and such proxies are voted consistent with Glass Lewis’ recommendations. The Adviser has the right to change or override the vote up until the vote deadline and in some instances up until the time of the meeting. In the absence of intervention by the Adviser, Glass Lewis will submit votes prior to the vote deadline. The Adviser has established procedures to access and review additional information provided by the issuer of a proxy that may become available before the Adviser casts its vote.

A copy of the Adviser’s proxy voting policies and its voting record will be provided upon request.
Item 18  Financial Information

VanEck is not required to include a balance sheet for its most recent fiscal year, is not aware of any financial condition reasonably likely to impair its ability to meet contractual commitments to clients, and has not been the subject of a bankruptcy petition at any time during the past ten years.
This brochure supplement provides information about Jan van Eck that supplements the Van Eck Associates Corporation (“VEAC”) Brochure. You should have received a copy of that brochure. Please contact VEAC’s Compliance Department at (212) 293-2031 if you did not receive VEAC’s Brochure or if you have any questions about the contents of this supplement.
Item 2 – Educational Background and Business Experience

Mr. van Eck, born in 1963, has worked at Van Eck Associates Corporation (“VEAC”), of which Van Eck Absolute Return Advisers Corporation (“VEARA”) is a wholly-owned subsidiary (VEARA and VEAC, together, “Van Eck”), since 1993. He currently serves as Chairman and CEO of VEAC, President and Director of VEARA, and as Trustee, President and Chief Executive Officer of VanEck ETF Trust. Mr. van Eck has been registered as a principal with the NFA since August 21, 1997. He has created a variety of international and hard assets investment funds and strategies and founded VanEck’s ETF business in May 2006. Mr. van Eck is a co-founder and principal shareholder of Vetr, Inc., a social media investment research company that, among other things, allows contributors to comment or rate investments (e.g., individual stocks, mutual funds and ETFs). Mr. van Eck has a J.D. from Stanford University and he graduated Phi Beta Kappa from Williams College with a major in Economics.

Item 3 – Disciplinary Information

Mr. van Eck has not been involved in any legal or disciplinary events related to this Item or otherwise is required to disclose any event required by this Item.

Item 4 – Other Business Activities

Mr. van Eck serves in a similar capacity to VEARA, a wholly-owned subsidiary of VEAC, as described under Item 2 above, and may provide investment advice to clients of both and may be compensated for activities related to both. Mr. van Eck also serves as President and Director of Van Eck Securities Corporation, a registered broker-dealer and wholly-owned subsidiary of VEAC. Mr. van Eck is a registered associated person of VEARA in its capacity as a commodity pool operator and commodity trading advisor. At times, Van Eck and its affiliates manage accounts with incentive fees. Portfolio managers who oversee accounts with significantly different fee structures are generally compensated by discretionary bonus rather than a set formula to help reduce potential conflicts of interest.

As principal owner of VEAC, Mr. van Eck may benefit from the sale of investment products sponsored or advised by VanEck. This may create an incentive to recommend investment products based on the benefit received, rather than on a client’s needs. Mr. van Eck is not actively engaged in any other investment-related business or occupation. Mr. van Eck does not actively engage in any other business or occupation for compensation, which might provide a substantial source of his income or involve a substantial amount of his time.

Item 5 – Additional Compensation

Mr. van Eck does not provide advisory services to non-clients from which he derives an economic benefit.

Item 6 – Supervision

Mr. van Eck participates in VEAC’s investment advisory activities as described under Item 2 above. VEAC monitors the provision of investment advice through the review of portfolio performance of individual accounts in comparison to relevant benchmarks, including portfolios with similar mandates. These reviews include the review of portions of accounts that are managed by multiple portfolio managers by VEAC.

Mr. Jan van Eck, Chairman and CEO of VEAC, has supervisory responsibility over investment decisions for clients. Mr. van Eck can be reached at (212) 293-2000.
This brochure supplement provides information about Shawn Reynolds that supplements the Van Eck Associates Corporation (“VEAC”) Brochure. You should have received a copy of that brochure. Please contact VEAC’s Compliance Department at (212) 293-2031 if you did not receive VEAC’s Brochure or if you have any questions about the contents of this supplement.
Item 2 – Educational Background and Business Experience

Mr. Reynolds, born in 1963, is VanEck’s portfolio manager and senior energy analyst for funds of both VEAC and Van Eck Absolute Return Advisers Corp. (“VEARA”). Prior to joining VanEck in 2005, he was employed at Petrie Parkman & Co. as an energy analyst covering U.S. oil and gas exploration and production companies. From 1991-2001, Mr. Reynolds covered North American, European, and global energy companies out of New York, Australia and London with Goldman Sachs, Lehman Brothers, Credit Suisse First Boston and Petrie Parkman & Co. Prior to his career in finance, Mr. Reynolds worked at Tenneco Oil Company from 1987-1989 as an exploration geologist. Mr. Reynolds received a B.S. degree in engineering from Cornell University in 1985, an M.A. degree in petroleum geology from the University of Texas, Austin in 1987 and an M.B.A. in Finance from the Columbia Business School in 1991.

Item 3 – Disciplinary Information

Mr. Reynolds has not been involved in any legal or disciplinary events related to this Item or otherwise is required to disclose any event required by this Item.

Item 4 – Other Business Activities

Mr. Reynolds serves in a similar capacity to VEARA, a wholly-owned subsidiary of VEAC, as described under Item 2 above, and may provide investment advice to clients of both and may be compensated for activities related to both. Mr. Reynolds is a registered associated person of VEARA in its capacity as a commodity pool operator and commodity trading advisor. At times, VanEck and its affiliates manage accounts with incentive fees. Portfolio managers who oversee accounts with significantly different fee structures are generally compensated by discretionary bonus rather than a set formula to help reduce potential conflicts of interest.

Mr. Reynolds is not actively engaged in any other investment-related business or occupation. Additionally, Mr. Reynolds does not receive any compensation, including bonuses and non-cash compensation, based on the sales of securities or other investment products. Mr. Reynolds does not actively engage in any other business or occupation for compensation, which might provide a substantial source of his income or involve a substantial amount of his time.

Item 5 – Additional Compensation

Mr. Reynolds does not provide advisory services to non-clients from which he derives an economic benefit.

Item 6 – Supervision

Mr. Reynolds participates in VEAC’s investment advisory activities as described under Item 2 above. VEAC monitors the provision of investment advice through the review of portfolio performance of individual accounts in comparison to relevant benchmarks, including portfolios with similar mandates. These reviews include the review of portions of accounts that are managed by multiple portfolio managers by VEAC.

Mr. Jan van Eck, Chairman and CEO of VEAC, has supervisory responsibility over investment decisions for clients. Mr. van Eck can be reached at (212) 293-2000.
This brochure supplement provides information about Charles T. Cameron, Jr. that supplements the Van Eck Associates Corporation (“VEAC”) Brochure. You should have received a copy of that brochure. Please contact VEAC’s Compliance Department at (212) 293-2031 if you did not receive VEAC’s Brochure or if you have any questions about the contents of this supplement.
Item 2 – Educational Background and Business Experience

Mr. Cameron, born in 1960, is a deputy portfolio manager of funds for both VEAC and Van Eck Absolute Return Advisers Corp. (“VEARA”). Mr. Cameron has over 20 years experience in trading securities in international financial markets. From 1989 until joining VanEck in 1995, Mr. Cameron was a trader in both the Eurobond and emerging markets for Standard Chartered. Mr. Cameron also worked at Kleinwort Benson. He holds a B.S. degree in finance from Boston College and an M.B.A. in finance from New York University, Leonard N. Stern School of Business that he received in May 1993.

Item 3 – Disciplinary Information

Mr. Cameron has not been involved in any legal or disciplinary events related to this Item or otherwise is required to disclose any event required by this Item.

Item 4 – Other Business Activities

Mr. Cameron serves in a similar capacity to VEARA, a wholly-owned subsidiary of VEAC, as described under Item 2 above, and may provide investment advice to clients of both and may be compensated for activities related to both. At times, VanEck and its affiliates manage accounts with incentive fees. Portfolio managers who oversee accounts with significantly different fee structures are generally compensated by discretionary bonus rather than a set formula to help reduce potential conflicts of interest.

Mr. Cameron is not actively engaged in any other investment-related business or occupation. Additionally, Mr. Cameron does not receive any compensation, including bonuses and non-cash compensation, based on the sales of securities or other investment products. Mr. Cameron does not actively engage in any other business or occupation for compensation, which might provide a substantial source of his income or involve a substantial amount of his time.

Item 5 – Additional Compensation

Mr. Cameron does not provide advisory services to non-clients from which he derives an economic benefit.

Item 6 – Supervision

Mr. Cameron participates in VEAC’s investment advisory activities as described under Item 2 above. VEAC monitors the provision of investment advice through the review of portfolio performance of individual accounts in comparison to relevant benchmarks, including portfolios with similar mandates. These reviews include the review of portions of accounts that are managed by multiple portfolio managers by VEAC.

Mr. Jan van Eck, Chairman and CEO of VEAC, has supervisory responsibility over investment decisions for clients. Mr. van Eck can be reached at (212) 293-2000.
This brochure supplement provides information about David A. Semple that supplements the Van Eck Associates Corporation ("VEAC") Brochure. You should have received a copy of that brochure. Please contact VEAC’s Compliance Department at (212) 293-2031 if you did not receive VEAC’s Brochure or if you have any questions about the contents of this supplement.
Item 2 – Educational Background and Business Experience

Mr. Semple, born in 1963, is a portfolio manager at VanEck. From 1996 until joining VanEck in 1998, Mr. Semple served on the portfolio management team at Peregrine Asset Management that sub-advised VanEck VIP Emerging Markets Fund. Mr. Semple also worked as a regional strategist and assistant director in Asian equity sales at Peregrine Brokerage from 1993 to 1996. Prior to 1993, Mr. Semple was appointed as head of Emerging Markets at Murray Johnstone, a United Kingdom investment management company and was also an investment manager and associate director specializing in Asian equity markets. Mr. Semple received a Bachelor of Law with Honors from the University of Edinburgh, Scotland in 1985 and completed post-graduate work from 1985 to 1986.

Item 3 – Disciplinary Information

Mr. Semple has not been involved in any legal or disciplinary events related to this Item or otherwise is required to disclose any event required by this Item.

Item 4 – Other Business Activities

Mr. Semple serves in a similar capacity to Van Eck Absolute Return Advisers Corp., a wholly-owned subsidiary of VEAC, as described under Item 2 above, and may provide investment advice to clients of both and may be compensated for activities related to both. At times, VanEck and its affiliates manage accounts with incentive fees. Portfolio managers who oversee accounts with significantly different fee structures are generally compensated by discretionary bonus rather than a set formula to help reduce potential conflicts of interest.

Mr. Semple is not actively engaged in any other investment-related business or occupation. Additionally, Mr. Semple does not receive any compensation, including bonuses and non-cash compensation, based on the sales of securities or other investment products. Mr. Semple does not actively engage in any other business or occupation for compensation, which might provide a substantial source of his income or involve a substantial amount of his time.

Item 5 – Additional Compensation

Mr. Semple does not provide advisory services to non-clients from which he derives an economic benefit.

Item 6 – Supervision

Mr. Semple participates in VEAC’s investment advisory activities as described under Item 2 above. VEAC monitors the provision of investment advice through the review of portfolio performance of individual accounts in comparison to relevant benchmarks, including portfolios with similar mandates. These reviews include the review of portions of accounts that are managed by multiple portfolio managers by VEAC.

Mr. Jan van Eck, Chairman and CEO of VEAC, has supervisory responsibility over investment decisions for clients. Mr. van Eck can be reached at (212) 293-2000.
This brochure supplement provides information about Angus Shillington that supplements the Van Eck Associates Corporation (“VEAC”) Brochure. You should have received a copy of that brochure. Please contact VEAC’s Compliance Department at (212) 293-2031 if you did not receive VEAC’s Brochure or if you have any questions about the contents of this supplement.
Item 2 – Educational Background and Business Experience

Mr. Shillington, born in 1967, serves as a portfolio manager at VanEck. Mr. Shillington has no formal education after high school. Prior to joining VanEck in November 2009, Mr. Shillington served as Head of International Equity for ABN AMRO from 2006 to 2008 and was responsible for Asian and European equity cash and derivative distribution to North American institutions. From 2001 to 2006, he served as Managing Director at BNP Paribas.

Item 3 – Disciplinary Information

Mr. Shillington has not been involved in any legal or disciplinary events related to this Item or otherwise is required to disclose any event required by this Item.

Item 4 – Other Business Activities

Mr. Shillington serves in a similar capacity to Van Eck Absolute Return Advisers Corp., a wholly-owned subsidiary of VEAC, as described under Item 2 above, and may provide investment advice to clients of both and may be compensated for activities related to both. At times, VanEck and its affiliates manage accounts with incentive fees. Portfolio managers who oversee accounts with significantly different fee structures are generally compensated by discretionary bonus rather than a set formula to help reduce potential conflicts of interest.

Mr. Shillington is not actively engaged in any other investment-related business or occupation. Additionally, Mr. Shillington does not receive any compensation, including bonuses and non-cash compensation, based on the sales of securities or other investment products. Mr. Shillington does not actively engage in any other business or occupation for compensation, which might provide a substantial source of his income or involve a substantial amount of his time.

Item 5 – Additional Compensation

Mr. Shillington does not provide advisory services to non-clients from which he derives an economic benefit.

Item 6 – Supervision

Mr. Shillington participates in VEAC’s investment advisory activities as described under Item 2 above. VEAC monitors the provision of investment advice through the review of portfolio performance of individual accounts in comparison to relevant benchmarks, including portfolios with similar mandates. These reviews include the review of portions of accounts that are managed by multiple portfolio managers by VEAC.

Mr. Jan van Eck, Chairman and CEO of VEAC, has supervisory responsibility over investment decisions for clients. Mr. van Eck can be reached at (212) 293-2000.
This brochure supplement provides information about Eric Fine that supplements the Van Eck Associates Corporation (“VEAC”) Brochure. You should have received a copy of that brochure. Please contact VEAC’s Compliance Department at (212) 293-2031 if you did not receive VEAC’s Brochure or if you have any questions about the contents of this supplement.
Item 2 – Educational Background and Business Experience

Mr. Fine, born in 1966, joined VanEck as a managing director and portfolio manager in April 2009. He has been conducting business in emerging markets for 30 years. He founded Morgan Stanley’s Emerging Markets Proprietary Trading group in 2004 and ran it from inception to 2008, where he generated over $100 million in P&L. For the 10 years prior to 2004, he started and managed Morgan Stanley’s Europe/Middle East/Africa (“EMEA”) Strategy and Economics Research group and led the firm’s Global Emerging Markets Research group. Mr. Fine worked at Morgan Stanley from 1994 to 2008 after starting and leading a telecommunications company in Russia that built the country’s first securities clearing system. Mr. Fine launched G-175 Capital in April 2008. He received his undergraduate degree (A.B.) from Duke University in 1987 and graduate degree (M.P.A.) from Harvard University in 1989.

Item 3 – Disciplinary Information

Mr. Fine has not been involved in any legal or disciplinary events related to this Item or otherwise is required to disclose any event required by this Item.

Item 4 – Other Business Activities

Mr. Fine serves in a similar capacity to Van Eck Absolute Return Advisers Corp., a wholly-owned subsidiary of VEAC, as described under Item 2 above, and may provide investment advice to clients of both and may be compensated for activities related to both. At times, VanEck and its affiliates manage accounts with incentive fees. Portfolio managers who oversee accounts with significantly different fee structures are generally compensated by discretionary bonus rather than a set formula to help reduce potential conflicts of interest.

Mr. Fine is not actively engaged in any other investment-related business or occupation. Additionally, Mr. Fine does not receive any compensation, including bonuses and non-cash compensation, based on the sales of securities or other investment products. Mr. Fine does not actively engage in any other business or occupation for compensation, which might provide a substantial source of his income or involve a substantial amount of his time.

Item 5 – Additional Compensation

Mr. Fine does not provide advisory services to non-clients from which he derives an economic benefit.

Item 6 – Supervision

Mr. Fine participates in VEAC’s investment advisory activities as described under Item 2 above. VEAC monitors the provision of investment advice through the review of portfolio performance of individual accounts in comparison to relevant benchmarks, including portfolios with similar mandates. These reviews include the review of portions of accounts that are managed by multiple portfolio managers by VEAC.

Mr. Jan van Eck, Chairman and CEO of VEAC, has supervisory responsibility over investment decisions for clients. Mr. van Eck can be reached at (212) 293-2000.
Part 2B of Form ADV: Brochure Supplement

Item 1 – Cover Page

VAN ECK ASSOCIATES CORPORATION

Joseph M. Foster

666 Third Avenue, 9th Floor
New York, NY 10017
(212) 293-2000
https://www.vaneck.com/

March 30, 2022

This brochure supplement provides information about Joseph M. Foster that supplements the Van Eck Associates Corporation (“VEAC”) Brochure. You should have received a copy of that brochure. Please contact VEAC’s Compliance Department at (212) 293-2031 if you did not receive VEAC’s Brochure or if you have any questions about the contents of this supplement.
Item 2 – Educational Background and Business Experience

Mr. Foster, born in 1958, joined VanEck in 1996 and has been a portfolio manager for VanEck since 1998. He received his B.S. in geology from Tennessee Tech in 1982, and an M.S. and M.B.A. from the University of Nevada-Reno in 1988.

Item 3 – Disciplinary Information

Mr. Foster has not been involved in any legal or disciplinary events related to this Item or otherwise is required to disclose any event required by this Item.

Item 4 – Other Business Activities

Mr. Foster serves in a similar capacity to Van Eck Absolute Return Advisers Corp., a wholly-owned subsidiary of VEAC, as described under Item 2 above, and may provide investment advice to clients of both and may be compensated for activities related to both. At times, VanEck and its affiliates manage accounts with incentive fees. Portfolio managers who oversee accounts with significantly different fee structures are generally compensated by discretionary bonus rather than a set formula to help reduce potential conflicts of interest.

Mr. Foster is not actively engaged in any other investment-related business or occupation. Additionally, Mr. Foster does not receive any compensation, including bonuses and non-cash compensation, based on the sales of securities or other investment products. Mr. Foster does not actively engage in any other business or occupation for compensation, which might provide a substantial source of his income or involve a substantial amount of his time.

Item 5 – Additional Compensation

Mr. Foster does not provide advisory services to non-clients from which he derives an economic benefit.

Item 6 – Supervision

Mr. Foster participates in VEAC’s investment advisory activities as described under Item 2 above. VEAC monitors the provision of investment advice through the review of portfolio performance of individual accounts in comparison to relevant benchmarks, including portfolios with similar mandates. These reviews include the review of portions of accounts that are managed by multiple portfolio managers by VEAC.

Mr. Jan van Eck, Chairman and CEO of VEAC, has supervisory responsibility over investment decisions for clients. Mr. van Eck can be reached at (212) 293-2000.
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 * This brochure supplement provides information about Gregory F. Krenzer that supplements the Van Eck Associates Corporation (“VEAC”) Brochure. You should have received a copy of that brochure. Please contact VEAC’s Compliance Department at (212) 293-2031 if you did not receive VEAC’s Brochure or if you have any questions about the contents of this supplement.
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Item 2 – Educational Background and Business Experience

Mr. Krenzer, born in 1972, is a deputy portfolio manager/senior trader for the commodities/active equity strategies and an investment team member. He has been with VanEck since 1994 and has over 25 years’ experience in the international and financial markets. He is a CFA charterholder and member of the CFA Society New York. He received a B.S. in Finance, Managerial Law and Public Policy from Syracuse University in 1994.

Item 3 – Disciplinary Information

Mr. Krenzer has not been involved in any legal or disciplinary events related to this Item or otherwise is required to disclose any event required by this Item.

Item 4 – Other Business Activities

Mr. Krenzer serves in a similar capacity to Van Eck Absolute Return Advisers Corp., a wholly-owned subsidiary of VEAC, as described under Item 2 above, and may provide investment advice to clients of both and may be compensated for activities related to both. At times, VanEck and its affiliates manage accounts with incentive fees. Investment team members who participate in the management of accounts with significantly different fee structures are generally compensated by discretionary bonus rather than a set formula to help reduce potential conflicts of interest.

Mr. Krenzer is not actively engaged in any other investment-related business or occupation. Additionally, Mr. Krenzer does not receive any compensation, including bonuses and non-cash compensation, based on the sales of securities or other investment products. Mr. Krenzer does not actively engage in any other business or occupation for compensation, which might provide a substantial source of his income or involve a substantial amount of his time.

Item 5 – Additional Compensation

Mr. Krenzer does not provide advisory services to non-clients from which he derives an economic benefit.

Item 6 – Supervision

Mr. Krenzer participates in VEAC’s investment advisory activities as described under Item 2 above. VEAC monitors the provision of investment advice through the review of portfolio performance of individual accounts in comparison to relevant benchmarks, including portfolios with similar mandates. These reviews include the review of portions of accounts that are managed by multiple portfolio managers by VEAC.

Mr. Jan van Eck, Chairman and CEO of VEAC, has supervisory responsibility over investment decisions for clients. Mr. van Eck can be reached at (212) 293-2000.
This brochure supplement provides information about Carlos Nogueira that supplements the Van Eck Associates Corporation (“VEAC”) Brochure. You should have received a copy of that brochure. Please contact VEAC’s Compliance Department at (212) 293-2031 if you did not receive VEAC’s Brochure or if you have any questions about the contents of this supplement.
Item 2 – Educational Background and Business Experience

Mr. Nogueira, born in 1962, joined VanEck as a Director in April 2009. Prior to joining VanEck, he was a member of the Risk Committee for Morgan Stanley & Co. and was the Risk Manager for the Emerging Markets, Foreign Exchange, and Strategic Trading desks (June 2005 to May 2008). He received a B.S. in electrical engineering from Federal University of Minas Gerais in Brazil in 1985, an M.S. in computer science from the National Institute of Space Research in 1989, and a Ph.D. in neuroscience from Boston University in 1994.

Item 3 – Disciplinary Information

Mr. Nogueira has not been involved in any legal or disciplinary events related to this Item or otherwise is required to disclose any event required by this Item.

Item 4 – Other Business Activities

Mr. Nogueira serves in a similar capacity to Van Eck Absolute Return Advisers Corp., a wholly-owned subsidiary of VEAC, as described under Item 2 above, and may provide investment advice to clients of both and may be compensated for activities related to both. At times, VanEck and its affiliates manage accounts with incentive fees. Investment team members who participate in the management of accounts with significantly different fee structures are generally compensated by discretionary bonus rather than a set formula to help reduce potential conflicts of interest.

Mr. Nogueira is not actively engaged in any other investment-related business or occupation. Additionally, Mr. Nogueira does not receive any compensation, including bonuses and non-cash compensation, based on the sales of securities or other investment products. Mr. Nogueira does not actively engage in any other business or occupation for compensation, which might provide a substantial source of his income or involve a substantial amount of his time.

Item 5 – Additional Compensation

Mr. Nogueira does not provide advisory services to non-clients from which he derives an economic benefit.

Item 6 – Supervision

Mr. Nogueira participates in VEAC’s investment advisory activities as described under Item 2 above. VEAC monitors the provision of investment advice through the review of portfolio performance of individual accounts in comparison to relevant benchmarks, including portfolios with similar mandates. These reviews include the review of portions of accounts that are managed by multiple portfolio managers by VEAC.

Mr. Jan van Eck, Chairman and CEO of VEAC, has supervisory responsibility over investment decisions for clients. Mr. van Eck can be reached at (212) 293-2000.
This brochure supplement provides information about Imaru Casanova that supplements the Van Eck Associates Corporation ("VEAC") Brochure. You should have received a copy of that brochure. Please contact VEAC’s Compliance Department at (212) 293-2031 if you did not receive VEAC’s Brochure or if you have any questions about the contents of this supplement.
Item 2 – Educational Background and Business Experience

Ms. Casanova, born in 1974, is a Deputy Portfolio Manager and a senior gold analyst. From 2010 until joining VanEck in 2011, Ms. Casanova worked at McNicoll Lewis & Vlak as managing director and senior equity research analyst in charge of establishing their metals and mining research department. From 2007 to 2010, Ms. Casanova was an equity research analyst at Barnard Jacobs Mellet US, specializing in gold mining stocks, and expanding their coverage universe and product offering of their metals and mining research practice in the Americas. From 2005 to 2007, Ms. Casanova worked as an Associate Analyst for BMO Capital Markets’ gold research team, covering small, intermediate and large cap gold mining companies. Prior to working as an analyst, Ms. Casanova was a production technologist, offshore wellsite supervisor, and petroleum engineer for Shell Exploration and Production in Venezuela. She received a B.S. in 1997 and an M.S. in 1998 in Mechanical Engineering from Case Western Reserve University.

Item 3 – Disciplinary Information

Ms. Casanova has not been involved in any legal or disciplinary events related to this Item or otherwise is required to disclose any event required by this Item.

Item 4 – Other Business Activities

Ms. Casanova serves in a similar capacity to Van Eck Absolute Return Advisers Corp., a wholly-owned subsidiary of VEAC, as described under Item 2 above, and may provide investment advice to clients of both and may be compensated for activities related to both. At times, VanEck and its affiliates manage accounts with incentive fees. Investment team members who participate in the management of accounts with significantly different fee structures are generally compensated by discretionary bonus rather than a set formula to help reduce potential conflicts of interest.

Ms. Casanova is not actively engaged in any other investment-related business or occupation. Additionally, Ms. Casanova does not receive any compensation, including bonuses and non-cash compensation, based on the sales of securities or other investment products. Ms. Casanova does not actively engage in any other business or occupation for compensation, which might provide a substantial source of her income or involve a substantial amount of her time.

Item 5 – Additional Compensation

Ms. Casanova does not provide advisory services to non-clients from which she derives an economic benefit.

Item 6 – Supervision

Ms. Casanova participates in VEAC’s investment advisory activities as described under Item 2 above. VEAC monitors the provision of investment advice through the review of portfolio performance of individual accounts in comparison to relevant benchmarks, including portfolios with similar mandates. These reviews include the review of portions of accounts that are managed by multiple portfolio managers by VEAC.

Mr. Jan van Eck, Chairman and CEO of VEAC, has supervisory responsibility over investment decisions for clients. Mr. van Eck can be reached at (212) 293-2000.
This brochure supplement provides information about David Austerweil that supplements the Van Eck Associates Corporation (“VEAC”) Brochure. You should have received a copy of that brochure. Please contact VEAC’s Compliance Department at (212) 293-2031 if you did not receive VEAC’s Brochure or if you have any questions about the contents of this supplement.
Item 2 – Educational Background and Business Experience

Mr. Austerweil, born in 1980, joined VanEck in 2012. Mr. Austerweil serves as the deputy portfolio manager focusing on quantitative analysis. Prior to joining VanEck, he served as vice president at ING Financial Services on the Emerging Markets Credit Trading & Structuring desk. Mr. Austerweil was previously a member of the Portfolio Management team at The Rohatyn Group, covering global emerging markets credit, including sovereign bonds, corporate bonds and CDS and specialized in building quantitative frameworks for the investment process. Previously, Mr. Austerweil served as a director in the Quantitative Financial Research group at Fitch Ratings. Mr. Austerweil graduated from Columbia University with a B.A. in Computer Science and a M.S. in Financial Engineering.

Item 3 – Disciplinary Information

Mr. Austerweil has not been involved in any legal or disciplinary events related to this Item or otherwise is required to disclose any event required by this Item.

Item 4 – Other Business Activities

Mr. Austerweil serves in a similar capacity to Van Eck Absolute Return Advisers Corp., a wholly-owned subsidiary of VEAC, as described under Item 2 above, and may provide investment advice to clients of both and may be compensated for activities related to both. At times, VanEck and its affiliates manage accounts with incentive fees. Investment team members who participate in the management of accounts with significantly different fee structures are generally compensated by discretionary bonus rather than a set formula to help reduce potential conflicts of interest.

Mr. Austerweil is not actively engaged in any other investment-related business or occupation. Additionally, Mr. Austerweil does not receive any compensation, including bonuses and non-cash compensation, based on the sales of securities or other investment products. Mr. Austerweil does not actively engage in any other business or occupation for compensation, which might provide a substantial source of his income or involve a substantial amount of his time.

Item 5 – Additional Compensation

Mr. Austerweil does not provide advisory services to non-clients from which he derives an economic benefit.

Item 6 – Supervision

Mr. Austerweil participates in VEAC’s investment advisory activities as described under Item 2 above. VEAC monitors the provision of investment advice through the review of portfolio performance of individual accounts in comparison to relevant benchmarks, including portfolios with similar mandates. These reviews include the review of portions of accounts that are managed by multiple portfolio managers by VEAC.

Mr. Jan van Eck, Chairman and CEO of VEAC, has supervisory responsibility over investment decisions for clients. Mr. van Eck can be reached at (212) 293-2000.
This brochure supplement provides information about Roland Morris that supplements the Van Eck Associates Corporation (“VEAC”) Brochure. You should have received a copy of that brochure. Please contact VEAC’s Compliance Department at (212) 293-2031 if you did not receive VEAC’s Brochure or if you have any questions about the contents of this supplement.
Item 2 – Educational Background and Business Experience

Mr. Morris, born in 1957, joined VanEck’s hard assets investment team in April 2012 as a Commodities Strategist. Mr. Morris serves as managing director focused on macro strategies, commodities trading and client development for VanEck's long-only strategies and alternative investments. Prior to his work at VanEck, Mr. Morris was a macro/commodities trading specialist, manager of a futures clearing and execution service and a client relationship manager at various top financial services companies. He has 30 years of experience in the financial services industry. Mr. Morris has a B.A. in Economics from the University of Vermont.

Item 3 – Disciplinary Information

Mr. Morris has not been involved in any legal or disciplinary events related to this Item or otherwise is required to disclose any event required by this Item.

Item 4 – Other Business Activities

Mr. Morris serves in a similar capacity to Van Eck Absolute Return Advisers Corp., a wholly-owned subsidiary of VEAC, as described under Item 2 above, and may provide investment advice to clients of both and may be compensated for activities related to both. At times, VanEck and its affiliates manage accounts with incentive fees. Investment team members who participate in the management of accounts with significantly different fee structures are generally compensated by discretionary bonus rather than a set formula to help reduce potential conflicts of interest.

Mr. Morris is not actively engaged in any other investment-related business or occupation. Additionally, Mr. Morris does not receive any compensation, including bonuses and non-cash compensation, based on the sales of securities or other investment products. Mr. Morris does not actively engage in any other business or occupation for compensation, which might provide a substantial source of his income or involve a substantial amount of his time.

Item 5 – Additional Compensation

Mr. Morris does not provide advisory services to non-clients from which he derives an economic benefit.

Item 6 – Supervision

Mr. Morris participates in VEAC’s investment advisory activities as described under Item 2 above. VEAC monitors the provision of investment advice through the review of portfolio performance of individual accounts in comparison to relevant benchmarks, including portfolios with similar mandates. These reviews include the review of portions of accounts that are managed by multiple portfolio managers by VEAC.

Mr. Jan van Eck, Chairman and CEO of VEAC, has supervisory responsibility over investment decisions for clients. Mr. van Eck can be reached at (212) 293-2000.
Part 2B of Form ADV: Brochure Supplement

Item 1 – Cover Page

VAN ECK ASSOCIATES CORPORATION

Veronica Zhang

666 Third Avenue, 9th Floor
New York, NY 10017
(212) 293-2000
https://www.vaneck.com/

March 30, 2022

This brochure supplement provides information about Veronica Zhang that supplements the Van Eck Associates Corporation (“VEAC”) Brochure. You should have received a copy of that brochure. Please contact VEAC’s Compliance Department at (212) 293-2031 if you did not receive VEAC’s Brochure or if you have any questions about the contents of this supplement.
Item 2 – Educational Background and Business Experience

Ms. Zhang, born in 1988, is an investment team member and an industrials and alternative energy analyst. She joined VanEck in December 2013. Her prior experience included working in equity research at Bank of America Merrill Lynch, covering the Machinery, E&C, and Air, Surface, and Marine Transportation spaces. She received a B.A. in Economics and Statistics in 2010 from Columbia University.

Item 3 – Disciplinary Information

Ms. Zhang has not been involved in any legal or disciplinary events related to this Item or otherwise is required to disclose any event required by this Item.

Item 4 – Other Business Activities

Ms. Zhang serves in a similar capacity to Van Eck Absolute Return Advisers Corp., a wholly-owned subsidiary of VEAC, as described under Item 2 above, and may provide investment advice to clients of both and may be compensated for activities related to both. At times, VanEck and its affiliates manage accounts with incentive fees. Investment team members who participate in the management of accounts with significantly different fee structures are generally compensated by discretionary bonus rather than a set formula to help reduce potential conflicts of interest.

Ms. Zhang is not actively engaged in any other investment-related business or occupation. Additionally, Ms. Zhang does not receive any compensation, including bonuses and non-cash compensation, based on the sales of securities or other investment products. Ms. Zhang does not actively engage in any other business or occupation for compensation, which might provide a substantial source of her income or involve a substantial amount of her time.

Item 5 – Additional Compensation

Ms. Zhang does not provide advisory services to non-clients from which she derives an economic benefit.

Item 6 – Supervision

Ms. Zhang participates in VEAC’s investment advisory activities as described under Item 2 above. VEAC monitors the provision of investment advice through the review of portfolio performance of individual accounts in comparison to relevant benchmarks, including portfolios with similar mandates. These reviews include the review of portions of accounts that are managed by multiple portfolio managers by VEAC.

Mr. Jan van Eck, Chairman and CEO of VEAC, has supervisory responsibility over investment decisions for clients. Mr. van Eck can be reached at (212) 293-2000.
This brochure supplement provides information about David Schassler that supplements the Van Eck Associates Corporation (“VEAC”) Brochure. You should have received a copy of that brochure. Please contact VEAC’s Compliance Department at (212) 293-2031 if you did not receive VEAC’s Brochure or if you have any questions about the contents of this supplement.
Item 2 – Educational Background and Business Experience

Mr. Schassler, born in 1981, leads the Quantitative Investment Solutions (“QIS”) and is a member of the firm’s Active Investment Committee. Mr. Schassler received his BS in Business Economics from the State University of New York College at Cortland, and his MBA in Finance from New York University’s Stern School of Business. Prior to joining VanEck in March 2012, Mr. Schassler served as a Director and Portfolio Manager within the Portfolio Strategy Group at UBS Financial Services Inc.

Item 3 – Disciplinary Information

Mr. Schassler has not been involved in any legal or disciplinary events related to this Item or otherwise is required to disclose any event required by this Item.

Item 4 – Other Business Activities

Mr. Schassler serves in a similar capacity to Van Eck Absolute Return Advisers Corp., a wholly-owned subsidiary of VEAC, as described under Item 2 above, and may provide investment advice to clients of both and may be compensated for activities related to both. At times, VanEck and its affiliates manage accounts with incentive fees. Portfolio managers who oversee accounts with significantly different fee structures are generally compensated by discretionary bonus rather than a set formula to help reduce potential conflicts of interest.

Mr. Schassler is not actively engaged in any other investment-related business or occupation. Additionally, Mr. Schassler does not receive any compensation, including bonuses and non-cash compensation, based on the sales of securities or other investment products. Mr. Schassler does not actively engage in any other business or occupation for compensation, which might provide a substantial source of his income or involve a substantial amount of his time.

Item 5 – Additional Compensation

Mr. Schassler does not provide advisory services to non-clients from which he derives an economic benefit.

Item 6 – Supervision

Mr. Schassler participates in VEAC’s investment advisory activities as described under Item 2 above. VEAC monitors the provision of investment advice through the review of portfolio performance of individual accounts in comparison to relevant benchmarks, including portfolios with similar mandates. These reviews include the review of portions of accounts that are managed by multiple portfolio managers by VEAC.

Mr. Jan van Eck, Chairman and CEO of VEAC, has supervisory responsibility over investment decisions for clients. Mr. van Eck can be reached at (212) 293-2000.
Part 2B of Form ADV: Brochure Supplement

Item 1 – Cover Page

VAN ECK ASSOCIATES CORPORATION

Peter Hao Hung Liao

666 Third Avenue, 9th Floor
New York, NY 10017
(212) 293-2000
https://www.vaneck.com/

March 30, 2022

This brochure supplement provides information about Peter Hao Hung Liao that supplements the Van Eck Associates Corporation (“VEAC”) Brochure. You should have received a copy of that brochure. Please contact VEAC’s Compliance Department at (212) 293-2031 if you did not receive VEAC’s Brochure or if you have any questions about the contents of this supplement.
Item 2 – Educational Background and Business Experience

Mr. Liao, born in 1982, serves as Head of Equity ETF Management and is a member of the Investment Committee at VanEck. Mr. Liao received his BA in Mathematics & Economics from New York University.

Item 3 – Disciplinary Information

Mr. Liao has not been involved in any legal or disciplinary events related to this Item or otherwise is required to disclose any event required by this Item.

Item 4 – Other Business Activities

Mr. Liao has been employed by Van Eck Associates Corporation since August of 2004 and is a portfolio manager for each series of the VanEck ETF Trust that seeks to track an equity index.

Mr. Liao is not actively engaged in any other investment-related business or occupation. Additionally, Mr. Liao does not receive any compensation, including bonuses and non-cash compensation, based on the sales of securities or other investment products. Mr. Liao does not actively engage in any other business or occupation for compensation, which might provide a substantial source of his income or involve a substantial amount of his time. At times, VanEck and its affiliates manage accounts with incentive fees. Portfolio managers who oversee accounts with significantly different fee structures are generally compensated by discretionary bonus rather than a set formula to help reduce potential conflicts of interest.

Item 5 – Additional Compensation

Mr. Liao does not provide advisory services to non-clients from which he derives an economic benefit.

Item 6 – Supervision

Mr. Liao participates in VEAC’s investment advisory activities as described under Item 2 above. VEAC monitors the provision of investment advice through the review of portfolio performance of individual accounts in comparison to relevant benchmarks, including portfolios with similar mandates. These reviews include the review of portions of accounts that are managed by multiple portfolio managers by VEAC.

Mr. Jan van Eck, Chairman and CEO of VEAC, has supervisory responsibility over investment decisions for clients. Mr. van Eck can be reached at (212) 293-2000.
This brochure supplement provides information about Francis Rodilosso that supplements the Van Eck Associates Corporation (“VEAC”) Brochure. You should have received a copy of that brochure. Please contact VEAC’s Compliance Department at (212) 293-2031 if you did not receive VEAC’s Brochure or if you have any questions about the contents of this supplement.
Item 2 – Educational Background and Business Experience

Mr. Rodilosso, born in 1968, serves as Head of ETF Fixed Income Portfolio Management and is a member of the ETF Investment Committee at VanEck. Mr. Rodilosso received his AB in History from Princeton University in 1990, and his MBA in Finance from the Wharton School at the University of Pennsylvania in 1993. Prior to joining VanEck in March 2012, Mr. Rodilosso served as Managing Director in the emerging markets group at the Seaport Group in New York from 2009 to 2012. Mr. Rodilosso has also held positions at Soundbrook Capital, LLC from 2008 to 2009, Greylock Capital Management from 2001 to 2008, Credit Lyonnais Securities from 1996 to 2001 and HSBC from 1993 to 1995.

Item 3 – Disciplinary Information

Mr. Rodilosso has not been involved in any legal or disciplinary events related to this Item or otherwise is required to disclose any event required by this Item.

Item 4 – Other Business Activities

Mr. Rodilosso is not actively engaged in any other investment-related business or occupation. Additionally, Mr. Rodilosso does not receive any compensation, including bonuses and non-cash compensation, based on the sales of securities or other investment products. Mr. Rodilosso does not actively engage in any other business or occupation for compensation, which might provide a substantial source of his income or involve a substantial amount of his time. At times, VanEck and its affiliates manage accounts with incentive fees. Portfolio managers who oversee accounts with significantly different fee structures are generally compensated by discretionary bonus rather than a set formula to help reduce potential conflicts of interest.

Item 5 – Additional Compensation

Mr. Rodilosso does not provide advisory services to non-clients from which he derives an economic benefit.

Item 6 – Supervision

Mr. Rodilosso participates in VEAC’s investment advisory activities as described under Item 2 above. VEAC monitors the provision of investment advice through the review of portfolio performance of individual accounts in comparison to relevant benchmarks, including portfolios with similar mandates. These reviews include the review of portions of accounts that are managed by multiple portfolio managers by VEAC.

Mr. Jan van Eck, Chairman and CEO of VEAC, has supervisory responsibility over investment decisions for clients. Mr. van Eck can be reached at (212) 293-2000.
Part 2B of Form ADV: Brochure Supplement

Item 1 – Cover Page

VAN ECK ASSOCIATES CORPORATION

James T. Colby III

666 Third Avenue, 9th Floor
New York, NY 10017
(212) 293-2000
https://www.vaneck.com/

March 30, 2022

This brochure supplement provides information about James Colby that supplements the Van Eck Associates Corporation (“VEAC”) Brochure. You should have received a copy of that brochure. Please contact VEAC’s Compliance Department at (212) 293-2031 if you did not receive VEAC’s Brochure or if you have any questions about the contents of this supplement.
Item 2 – Educational Background and Business Experience

Mr. Colby, born in 1949, has served as the Senior Portfolio Manager and Strategist for the suite of Municipal Bond ETFs at VanEck since the product launch in 2007. He is also a member of the Pricing Committee and the ETF Investment Committee. Mr. Colby received his AB in Economics and International Relations from Brown University in 1972 and his MBA in Finance from Hofstra University in 1979. Prior to joining VanEck in September of 2007, Mr. Colby served as Senior Portfolio Manager of the Lord Abbett Municipal High Yield Fund between 2005 and 2007. Mr. Colby has also held senior portfolio manager positions with the John Hancock Funds, Old Harbor Capital and Evergreen Asset Management, between 1993 and 2004.

Item 3 – Disciplinary Information

Mr. Colby has not been involved in any legal or disciplinary events related to this Item or otherwise is required to disclose any event required by this Item.

Item 4 – Other Business Activities

Mr. Colby is not actively engaged in any other investment-related business or occupation. Additionally, Mr. Colby does not receive any compensation, including bonuses and non-cash compensation, based on the sales of securities or other investment products. Mr. Colby does not actively engage in any other business or occupation for compensation, which might provide a substantial source of his income or involve a substantial amount of his time. At times, VanEck and its affiliates manage accounts with incentive fees. Portfolio managers who oversee accounts with significantly different fee structures are generally compensated by discretionary bonus rather than a set formula to help reduce potential conflicts of interest.

Item 5 – Additional Compensation

Mr. Colby does not provide advisory services to non-clients from which he derives an economic benefit.

Item 6 – Supervision

Mr. Colby participates in VEAC’s investment advisory activities as described under Item 2 above. VEAC monitors the provision of investment advice through the review of portfolio performance of individual accounts in comparison to relevant benchmarks, including portfolios with similar mandates. These reviews include the review of portions of accounts that are managed by multiple portfolio managers by VEAC.

Mr. Jan van Eck, Chairman and CEO of VEAC, has supervisory responsibility over investment decisions for clients. Mr. van Eck can be reached at (212) 293-2000.
This brochure supplement provides information about John Lau that supplements the Van Eck Associates Corporation ("VEAC") Brochure. You should have received a copy of that brochure. Please contact VEAC’s Compliance Department at (212) 293-2031 if you did not receive VEAC’s Brochure or if you have any questions about the contents of this supplement.
Item 2 – Educational Background and Business Experience

Mr. Lau, born in 1981, is a Deputy Portfolio Manager since 2020. He is also a member of the investment management team since 2012 and a member of the Portfolio Risk Solutions group. Mr. Lau joined VanEck in 2007. Mr. Lau received his BS in Business Administration, with a concentration in Financial Analysis from the State University of New York at Buffalo. Prior to his current role, served as fund analyst for the VanEck Multi-Manager Alternatives Fund and the VanEck VIP Multi-Manager Alternatives Fund; responsible for supporting the research of alternative investment strategies and portfolio analytics.

Item 3 – Disciplinary Information

Mr. Lau has not been involved in any legal or disciplinary events related to this Item or otherwise is required to disclose any event required by this Item.

Item 4 – Other Business Activities

Mr. Lau is not actively engaged in any other investment-related business or occupation. Additionally, Mr. Lau does not receive any compensation, including bonuses and non-cash compensation, based on the sales of securities or other investment products. Mr. Lau does not actively engage in any other business or occupation for compensation, which might provide a substantial source of his income or involve a substantial amount of his time.

Item 5 – Additional Compensation

Mr. Lau does not provide advisory services to non-clients from which he derives an economic benefit.

Item 6 – Supervision

Mr. Lau participates in VEAC’s investment advisory activities as described under Item 2 above. VEAC monitors the provision of investment advice through the review of portfolio performance of individual accounts in comparison to relevant benchmarks, including portfolios with similar mandates. These reviews include the review of portions of accounts that are managed by multiple portfolio managers by VEAC.

Mr. Jan van Eck, Chairman and CEO of VEAC, has supervisory responsibility over investment decisions for clients. Mr. van Eck can be reached at (212) 293-2000.
VAN ECK ASSOCIATES CORPORATION

Guo Hua (Jason) Jin

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http://www.vaneck.com/

March 30, 2022

This brochure supplement provides information about Jason Jin that supplements the Van Eck Associates Corporation (“VEAC”) Brochure. You should have received a copy of that brochure. Please contact VEAC’s Compliance Department at (212) 293-2000 if you did not receive VEAC’s Brochure or if you have any questions about the contents of this supplement.
Item 2 – Educational Background and Business Experience

Mr. Jin, born in (1979), joined VanEck in (2005), a member of the investment management team since (2007). Mr. Jin received his BS in Business Administration, with a concentration in Financial Analysis from the State University of New York at Buffalo. Prior to his current role, served as analyst for VanEck Equity ETFs; responsible for supporting the research of index replication strategies and responsible for trade execution for Equity ETFs.

Item 3 – Disciplinary Information

Mr. Jin has not been involved in any legal or disciplinary events related to this Item or otherwise is required to disclose any event required by this Item.

Item 4 – Other Business Activities

Mr. Jin is not actively engaged in any other investment-related business or occupation. Additionally, Mr. Jin does not receive any compensation, including bonuses and non-cash compensation, based on the sales of securities or other investment products. Mr. Jin does not actively engage in any other business or occupation for compensation, which might provide a substantial source of his income or involve a substantial amount of his time.

Item 5 – Additional Compensation

Mr. Jin does not provide advisory services to non-clients from which he derives an economic benefit.

Item 6 – Supervision

Mr. Jin participates in VEAC’s investment advisory activities as described under Item 2 above. VEAC monitors the provision of investment advice through the review of portfolio performance of individual accounts in comparison to relevant benchmarks, including portfolios with similar mandates. These reviews include the review of portions of accounts that are managed by multiple portfolio managers by VEAC.

Mr. Jan van Eck, Chairman and CEO of VEAC, has supervisory responsibility over investment decisions for clients. Mr. van Eck can be reached at (212) 293-2000.
This brochure supplement provides information about Ammar James that supplements the Van Eck Associates Corporation (“VEAC”) Brochure. You should have received a copy of that brochure. Please contact VEAC’s Compliance Department at (212) 293-2031 if you did not receive VEAC’s Brochure or if you have any questions about the contents of this supplement.
Item 2 – Educational Background and Business Experience

Mr. James, born in 1987, is an investment team member and serves as Analyst for VanEck’s Global Hard Assets Strategy, focusing on agribusiness, timber, and paper and packaging. Mr. James also serves as an Analyst for VanEck’s Environmental Sustainability Strategy and Deputy-Portfolio Manager for VanEck’s Future of Food ETF. Mr. James joined VanEck in 2019. Prior to joining VanEck, Mr. James served as Associate Investment Director at Cambridge Associates performing public and private equity investment manager research in the agriculture, mining, energy, and infrastructure sectors. Prior to this role, he served as Investment Operations Analyst at Cambridge Associates. Mr. James received a BS in Mathematics from the State University of New York at Stony Brook.

Item 3 – Disciplinary Information

Mr. James has not been involved in any legal or disciplinary events related to this Item or otherwise is required to disclose any event required by this Item.

Item 4 – Other Business Activities

Mr. James, serves in a similar capacity to Van Eck Absolute Return Advisers Corp., a wholly-owned subsidiary of VEAC, as described under Item 2 above, and may provide investment advice to clients of both and may be compensated for activities related to both. At times, VanEck and its affiliates manage accounts with incentive fees. Investment team members who participate in the management of accounts with significantly different fee structures are generally compensated by discretionary bonus rather than a set formula to help reduce potential conflicts of interest.

Mr. James is not actively engaged in any other investment-related business or occupation. Additionally, Mr. James does not receive any compensation, including bonuses and non-cash compensation, based on the sales of securities or other investment products. Mr. James does not actively engage in any other business or occupation for compensation, which might provide a substantial source of his income or involve a substantial amount of his time.

Item 5 – Additional Compensation

Mr. James does not provide advisory services to non-clients from which he derives an economic benefit.

Item 6 – Supervision

Mr. James participates in VEAC’s investment advisory activities as described under Item 2 above. VEAC monitors the provision of investment advice through the review of portfolio performance of individual accounts in comparison to relevant benchmarks, including portfolios with similar mandates. These reviews include the review of portions of accounts that are managed by multiple portfolio managers by VEAC.

Mr. Jan van Eck, Chairman and CEO of VEAC, has supervisory responsibility over investment decisions for clients. Mr. van Eck can be reached at (212) 293-2000.
Proxy Voting

Policy Statement

When VanEck has been granted proxy voting authority by a client, VanEck, as a matter of policy and practice, will vote all proxies in accordance with applicable rules and regulations and in the best interests of its clients without influence by real or apparent conflicts of interest. Under its duty of care, VanEck will monitor corporate events and vote proxies. Under the duty of loyalty, VanEck will cast proxy votes in a manner consistent with the best interest of its clients and not subrogate the clients’ interests to its own.

VanEck has adopted the following policies and procedures, which are reasonably designed to ensure that proxies are voted in a manner that is consistent with the best interests of its clients in accordance with its fiduciary duties and Rule 206(4)-6 under the Advisers Act.

Background / Regulatory Requirements

An investment adviser must exercise the duties of care and loyalty with respect to proxy voting in accordance with its fiduciary duties and SEC rules 30b1-4, 206(4)-6 and 204-2, as amended under the Advisers Act. Consistent with its fiduciary duties and Rule 206(4)-6 under the Advisers Act, an adviser owes its clients the duties of care and loyalty when voting proxies on their behalf. As such, an adviser must stay abreast of corporate events and vote proxies in a manner that is always in the best interests of its clients despite any potential conflicts of interest.

Rule 206(4)-6 of the Advisers Act requires an adviser to (a) adopt and implement written policies and procedures that are reasonably designed to ensure that client securities are voted in the best interests of clients, which must include how an adviser addresses material conflicts that may arise between an adviser’s interests and those of its clients; and b) disclose information about its proxy voting procedures to its clients and to inform clients how to obtain information about how their proxies were voted. Additionally, Rule 204-2 under the Advisers Act requires an adviser to maintain certain proxy voting records.

An adviser that exercises voting authority without complying with Rule 206(4)-6 will be deemed to have engaged in a “fraudulent, deceptive, or manipulative” act, practice or course of business within the meaning of Section 206(4) of the Advisers Act.

Procedure

PROXY VOTING AGENT

VanEck has engaged Glass, Lewis & Co., LLC (“Glass Lewis”), an independent third party proxy voting specialist, to assist in the implementation and administration of proxy voting-related functions. Glass Lewis is responsible for notifying VanEck of all upcoming meetings, providing a proxy analysis and vote recommendation for each proposal, verifying that all proxies are received, submitting vote instructions to the appropriate tabulator, and contacting custodian banks to request missing proxies. In addition, Glass Lewis is responsible for maintaining copies of all proxy statements received by issuers and to promptly provide such materials to VanEck upon request.
VanEck oversees the Glass Lewis activities by reviewing reports produced by Glass Lewis, performing periodic audits of the proxy votes, reviewing Glass Lewis policies, procedures and practices regarding potential conflicts of interest, and conducting periodic onsite due diligence.

**PROXY VOTING GUIDELINES**

VanEck has adopted the Glass Lewis Proxy Voting Guidelines (the “Proxy Voting Guidelines”). The Proxy Voting Guidelines reflect VanEck’s general voting positions on specific corporate governance issues and corporate actions. The Proxy Voting Guidelines address routine as well as significant matters commonly encountered. VanEck’s portfolio managers review the Proxy Voting Guidelines (including any revisions made to the Proxy Voting Guidelines) on an annual basis.

While it is VanEck’s policy to generally follow the Proxy Voting Guidelines, the portfolio manager retains the right, on any specific proxy, to vote differently from the Proxy Voting Guidelines, if he/she believes it is in the best interests of VanEck’s clients. Absent a Glass Lewis vote recommendation, such votes will be made on a case-by-case basis by VanEck. Any such exceptions will be documented by the portfolio manager and reviewed by the CCO or designee.

**PRE-POPULATION OF VOTES**

The Adviser pre-populates votes with Glass Lewis to help ensure all proxies are voted and such proxies are voted consistent with Glass Lewis’ recommendations. The Adviser has the right to change or override the vote up until the vote deadline and in some instances up until the time of the meeting. In the absence of intervention by the Adviser, Glass Lewis will submit votes prior to the vote deadline. The Adviser has established procedures to access and review additional information provided by the issuer of a proxy that may become available before the Adviser casts its vote.

**SHARES OF REGISTERED INVESTMENT COMPANIES**

Certain funds advised by VanEck may invest their assets in other unaffiliated investment companies. To comply with Section 12(d)(1)(F) and Rule 12d1-4 of the 1940 Act, funds that hold shares in underlying funds may vote their shares in any underlying fund in the same proportion as the vote of all other shareholders in that underlying fund (sometimes called “echo” or “proportionate” voting) as required by the rules. The above proportionate voting procedures do not apply to non-U.S. underlying funds held by the VanEck Funds.

**NON-VOTING**

**FOREIGN SECURITIES**

VanEck may refrain from voting a proxy of a foreign issue due to logistical considerations that may impair VanEck’s ability to vote the proxy. These issues may include, but are not limited to: (i) proxy statements and ballots being written in a foreign language, (ii) untimely notice of a shareholder meeting, (iii) requirements to vote proxies in person, (iv) restrictions on foreigner’s ability to exercise votes, or (v) requirements to provide local agents with power of attorney to facilitate the voting instructions. Such proxies are voted on a best-efforts basis.

In certain foreign jurisdictions, the voting of portfolio proxies can result in additional restrictions that have an economic impact or cost to the security, such as “share-blocking.” Share-blocking would prevent VanEck from selling the shares of the foreign company for a period of time if
VanEck votes the portfolio proxy relating to the foreign company. VanEck will generally refrain from voting proxies on foreign securities that are subject to share blocking restrictions.

**Securities Lending**

Certain portfolios managed by VanEck participate in securities lending programs to generate additional revenue. Proxy voting rights generally pass to the borrower when a security is on loan. If the security in question is on loan as part of a securities lending program, the Adviser may determine that the benefit to the Client of voting a particular proxy is outweighed by the revenue that would be lost by terminating the loan and recalling the securities. VanEck will use its best efforts to recall a security on loan and vote such securities if the portfolio manager determines that the proxy involves a material event.

There may be other instances where the Adviser may determine that casting a vote will not reasonably be expected to have a material effect on the value of a Client’s investments and instances where the Adviser is unable to vote because it did not receive proxy materials timely. Annually, the Adviser shall provide a report to the Board of proxies not voted.

**Resolving Material Conflicts of Interest**

VanEck may occasionally be subject to material conflicts of interest in voting proxies due to business or personal relationships it maintains with persons having an interest in the outcome of certain votes.

A “material conflict of interest” means the existence of a business relationship between a portfolio company or an affiliate and VanEck, any affiliate or subsidiary, or an “affiliated person” of a VanEck mutual fund. Examples of when a material conflict of interest exists include a situation where the adviser provides significant investment advisory, brokerage or other services to a company whose management is soliciting proxies; an officer of the adviser serves on the board of a charitable organization that receives charitable contributions from the portfolio company and the charitable organization is a client of the adviser; a portfolio company that is a significant selling agent of the adviser’s products and services solicits proxies; a broker-dealer or insurance company that controls 5% or more of the adviser’s assets solicits proxies; the adviser serves as an investment adviser to the pension or other investment account of the portfolio company; the adviser and the portfolio company have a lending relationship. In each of these situations voting against management may cause the adviser a loss of revenue or other benefit.

When a material conflict of interest exists, proxies will be voted in the following manner:

1. Strict adherence to the Proxy Voting Guidelines, or
2. The potential conflict will be disclosed to the client:
   a) Requesting the client to vote the proxy,
   b) Recommending the client to engage another party to determine how the proxy should be voted, or
   c) If the foregoing are not acceptable to the client, disclosure of how VanEck intends to vote and a written consent to that vote by the client.

Any deviations from the foregoing voting mechanisms must be approved by the CCO with a written explanation of the reason for the deviation.

**Client Inquiries and Disclosure**
VanEck provides clients with a copy of the Proxy Voting Policy and Procedures upon request. In addition, it discloses a summary of this policy in Part 2A of Form ADV which it provides to clients at or prior to entering into an investment advisory agreement with a client and also offers to existing clients on an annual basis.

Generally, clients of VanEck have the right, and shall be afforded the opportunity, to have access to records of voting actions taken with respect to securities held in their respective accounts. All inquiries by clients as to how VanEck has voted proxies must immediately be forwarded to the Portfolio Administration Department.

**OVERSIGHT OF PROXY ADVISER**

The Adviser oversees Glass Lewis’ activities by reviewing various voting reports. The Adviser reviews Glass Lewis’ policies, procedures and practices regarding potential conflicts of interest to confirm that Glass Lewis remains independent and objective in the formulation of its recommendations. No less frequently than annually, the Adviser shall review Glass Lewis’ capacity/competency (i.e., nature and quality of services, capability of research staff, methodologies for formulating voting recommendations, the adequacy and quality of staffing, personnel and technology, as applicable). The Adviser shall no less frequently than annually sample actual votes cast to confirm votes were cast as intended.

**RECORDKEEPING**

VanEck is required to maintain and preserve in an easily accessible place for a period of not less than five years, the first two years in VanEck’s office, the following records:

1. Copies of VanEck’s Proxy Voting Policies, Procedures and Guidelines;
2. Copies or records of each proxy statement received with respect to clients’ securities for whom VanEck exercises voting authority;
3. A record of each vote cast on behalf of an account as well as certain records pertaining to VanEck’s decision on the vote;
4. A copy of any document created by VanEck that was material to making a decision how to vote proxies on behalf of a client or that memorializes the basis for that decision; and
5. A copy of each written client request for information on how VanEck voted proxies on behalf of the client, and a copy of any written response by VanEck to any client request for information (either written or oral) on how VanEck voted proxies on behalf of the requesting client.

VanEck relies on Glass Lewis to maintain proxy statements and records of proxy votes on VanEck’s behalf. As such, Glass Lewis must provide a copy of the records promptly upon request.
Privacy

Policy Statement

As an SEC-registered investment adviser, VanEck must comply with SEC Regulation S-P, which requires financial institutions to adopt policies and procedures to protect the “non-public personal information” of natural person clients and to disclose its privacy policies and practices to such persons. Non-public personal information includes non-public “personally identifiable financial information” as well as any list, description or grouping of clients that is derived from non-public personally identifiable financial information. Such information may include personal financial and account information, information relating to services performed for or transactions entered into on behalf of clients, advice provided by VanEck to clients, and data or analyses derived from such non-public personal information.

The purpose of these privacy policies and procedures is to assist employees with maintaining the confidentiality of non-public personal information collected from clients. All non-public personal information, whether relating to VanEck’s current or former clients, is subject to these privacy policies and procedures. Any doubts about the confidentiality of client information must be resolved in favor of confidentiality.

Background / Regulatory Requirements

Regulation S-P, adopted by the SEC pursuant to Title V of the Gramm-Leach-Bliley Act of 1999, establishes the steps that an adviser must take with respect to maintaining the privacy of information about its natural person clients. Under Regulation S-P, an adviser must provide its natural person clients with an initial notice and a notice annually thereafter about the adviser’s policies and procedures on the use of nonpublic personal information. The initial notice must be provided at the time a client enters into an advisory contract. The initial and annual notice must be clear and conspicuous and contain certain specified information. An adviser may be exempt from the annual notice requirement if it (1) only shares nonpublic personal information with nonaffiliated third parties in a manner that does not require an opt-out right be provided to customers and (2) has not changed its policies and practices with respect to disclosing nonpublic personal information since it last provided a privacy notice to its customers.

Regulation S-P limits the ability of advisers to share client information with third parties. Specifically, the regulation requires that an adviser may not disclose non-public personal information about its clients with any non-affiliated third parties unless the adviser first provides its client with the ability to opt-out of the disclosure. The notice must be in advance of any disclosure and include a reasonable method for opting out. An adviser, however, may provide non-public personal information about its clients without providing the opt-out notice if the disclosure is made in connection with certain exceptions, including for joint marketing purposes.

An adviser also may be restricted in its ability to share information with affiliates for purposes of soliciting business. This additional restriction arises in connection with Regulation S-AM. Regulation S-AM prohibits an adviser from using eligibility information about an affiliate’s clients (e.g., information regarding a client’s transactions, or experiences with the adviser’s affiliate) to make marketing solicitations to those clients unless generally:

(1) The potential marketing use of the information has been clearly disclosed to clients;
(2) The clients have been provided a reasonable opportunity and simple method to opt out of receiving marketing solicitations; and

(3) The clients have not opted out.

Similarly, an adviser cannot share eligibility information about its clients with affiliates for solicitation purposes without meeting the three required conditions.

Regulation S-AM, however, does contain a limited number of exceptions from the notice and opt-out requirements, including for example, when an adviser making a marketing solicitation (1) has a pre-existing business relationship with the client, or (2) provides marketing material in response to an affirmative request by the client. Finally, Regulation S-AM provides that the notice and opt-out requirements can be combined with other required disclosures, including those applicable under Regulation S-P.

Finally, the SEC adopted amendments to the rule under Regulation S-P that requires financial institutions, including investment advisers, to adopt policies and procedures to safeguard consumer information.

Procedures

Collection and Use of Information

In connection with making available investment products and services to shareholders and clients, VanEck may obtain nonpublic personal information about a shareholder/client. This information may include name, address, e-mail address, social security number, account number, transaction history, and other personal information. This information may be used only to communicate with a shareholder/client regarding business purposes.

VanEck may collect nonpublic personal information from the following sources: information VanEck receives on investment applications, written and oral communications between a shareholder/client or a shareholder's/client’s representatives and VanEck, trades through financial institutions, web site requests, or other forms that may have been provided in order for the shareholder/client to receive information from VanEck or to process a transaction.

Disclosure of Information

VanEck does not share nonpublic personal information about its shareholders/clients to anyone, except with a shareholder's/client’s consent or as otherwise permitted by law. For example, VanEck may disclose nonpublic personal information to its affiliates or service providers, which may include but are not limited to transfer agents, custodians, abandoned property services, and proxy and mailing services that are authorized to use this information to perform services on VanEck’s behalf. These service providers are not permitted to use this information for other purposes. VanEck’s service providers are required to treat the information confidentially and use it only for the purpose for which it is provided.

Security of Information

VanEck restricts access to nonpublic personal information to those employees, agents or other parties who need to know that information to provide products or services to a shareholder/client or in connection with investments with us. VanEck maintains administrative, physical, and technical safeguards that are designed to protect nonpublic personal information.
against accidental, unlawful or unauthorized destruction, loss, alteration, access, disclosure or use.

**Shareholder/Client Information**

VanEck employees having access to sensitive nonpublic shareholder/client information, primarily Mutual Fund Operations, Legal, Compliance and Sales, must protect such information from unauthorized use and disclosure at all times. When not in use, such information should be filed away, preferably in a locked drawer. Safeguards should be used when sending such information electronically (e.g., by using password-protected files when applicable or other available security methods, such as encrypted portals). Such information should not be mailed unless absolutely required. Blocking out unnecessary information, such as SSNs, should be considered whenever forwarding documents containing such client information. When being disposed of, such information should be shredded or placed in the secure trash bins (to be collected for later shredding) available in each department.

**Computer Access**

Since shareholder/client information is available on the VanEck network and/or through service provider computer systems accessed through the VanEck network, all employees must protect their access to the VanEck network and service provider computer systems. When leaving a computer unattended the network should be locked to avoid unauthorized access. Additionally, network and service provider system passwords should not be written in an accessible place and should be strong and not so simple that they could be easily guessed.

**Privacy Notice**

At the commencement of the client relationship, each shareholder/investor is to be sent a privacy notice. At the commencement of the client relationship, and annually thereafter, each shareholder/investor will be sent a privacy notice. This notice will be sent to clients as follows:

<table>
<thead>
<tr>
<th>Clients</th>
<th>Entity Sending Notice</th>
<th>Method of Sending</th>
</tr>
</thead>
<tbody>
<tr>
<td>Mutual Funds</td>
<td>Various third party vendors (e.g., DST, Investor Services Providers (Broadridge, Mediant, Computershare, ProxyTrust))</td>
<td>Included with the Funds’ financial statements</td>
</tr>
<tr>
<td>Separate Accounts and Private Funds</td>
<td>VanEck</td>
<td>Emailed</td>
</tr>
</tbody>
</table>

ETF investor information is not available to VanEck and therefore no privacy notice is required to be given to ETF investors. ETF investor information is typically retained by the broker through which the investor obtained the shares.

**Privacy Policy for EEA Residents**

Individuals that reside in the European Economic Area (the "EEA") have certain rights in relation to their personal data. These rights and the corresponding VanEck policies are detailed in a separate VanEck Privacy Policy for EEA residents, which is available on
VanEck’s EU websites. This includes the EU General Data Protection Regulation (GDPR) policy which is designed to (i) harmonize data privacy laws across Europe, (ii) protect and empower all EU citizens’ data privacy, and (iii) reshape the way organizations across the region approach data privacy.